



MOUNTAINEERING SCOTLAND

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Board Meeting – Approved Minutes

Sunday 25th November 2018 – Glenmore Lodge, 10am

Directors: Jonathan Binny; Jennifer Cardno; Jo Dytch; Avril Gall; Steve Gough; Kat Jones; David Montieth; Mike Watson (Chair). Ron Neville

CEO & Company Secretary: Stuart Younie. **Observers:** Megan Griffiths (sportsotland); Alistair Todd (Associate for Snowsports Touring), Nigel Clark (Associate for Mountain Safety),

Present: Jennifer Cardno; Jonathan Binney; Avril Gall;; Kat Jones; Jo Dytch; David Montieth; Mike Watson (Chair). Ron Neville (Director for Access and Conservation) Stuart Younie. Megan Griffiths (sportsotland); Alistair Todd; Nigel Clark; Davie Black, Helen Gesstwicki

1.0 Welcome and Apologies

Apologies were submitted by Steve Gough

MW welcomed Ron Neville to the board following his election to the position of Director for Access and Conservation at the AGM.

2.0 Declaration of Interests

No interests were declared.

3.0 Draft Minutes of the meeting of 30th August 2018

The minutes from the board meeting on the 30th August were approved with an amendment under 8.3.3 to reflect a commitment to report back to the board on the progress in implementing the pilot membership model for school clubs.

4.0 Actions and matters arising not tabled elsewhere in the agenda

No additional items were tabled.

5.0 Call for AOCB

MW tabled two additional items:

- Proposals for an international winter climbing meet.
- Succession planning for positions on the board of directors.

6.0 Review of 2018 AGM and members gathering

MW asked NC to feed back on the issues which had been raised during the members Q & A session. The key discussion points and actions were:

- **Questions had been raised about the current voting structure/system particularly from Club representatives linked to their block voting entitlements. There was a call for a more robust consultation for any proposed changes - this especially with reference to the increased fees for insurance. There was also need to greater understanding amongst some members and Club**

representatives of the degrees of freedom available to the Board regarding changing the Articles of Association, voting and general governance procedures.

JD asked if any review of the voting structure could be tied in with the review of membership categories? AT highlighted that he was aware that 2 clubs did not vote as their position was unclear on the issues and they close to abstain. MG asked if it was clear that clubs could delegate the decision on the allocation of their votes to the club committee and advised that any review of membership categories is kept separate from the voting structure.

MW proposed the establishment of a short life working group and the appointment of a chair who was independent from the board. A key objective of the review should be to ensure the importance of clubs was re-enforced, and ensure an appropriate balance of input from members into the decision making of the organisation. Legal advice should also be sought on clarifying the articles in relation to the election of directors. This was agreed with the objective of tabling a final report to the board meeting in May.

Action: SY

- **There was a call for MS to take a greater and more prominent role in challenging the Government on issues such as hydro schemes and wind farms and to work more closely with other organisations for an effective voice. An additional comment on this themes that as MS is now geared up and recognised as the preferred organisation to lead on Safety issues and should MS use and extend this model to conservation issues.**

SY confirmed that it would be the intention to raise the profile of the organisation in this area on the back of launching the conservation strategy with specific campaigns and activities linked to the themes emerging from that document. The success of the approach taken with Mountain Safety could assist in informing actions. Engagement with other organisations who share a common interest in issues concerning members would need to be part of the strategy in calling for policy changes.

Action: SY/DB

- **Concerns about the health and safety implications of being reliant on modern technology in the hills.**
DM advised that the position of the organisation in relation to this issue needs to be considered as there were a number of benefits to using technology in the hills and we should not be taking an “anti – technology” stance. It was noted that HM had responded to the question during the Q & A session acknowledging that it was an ongoing issue that would continue to be referred to during our lecture series, training programme and mountain safety communications.

Action: HM

- **Suggestion that MS should make it more attractive to join through a Club rather than as an individual - investigation of the pathways and costs for Club membership to be investigated.**

JD highlighted that some clubs had already identified a need for greater support in attracting new members and another theme identified in the club survey had been a request for more opportunities for clubs to meet. DM outlined the BMC model where regional meets and events are organized providing an opportunity for clubs and members to network. JB highlighted that this had been discussed at a previous board awayday session and another suggestion had been to align MS with other events through sponsorship / partnerships.

MG suggested there was scope to provide learning opportunities for club volunteers in running and managing a club and to work with other governing bodies such as the SCA and snowsportsotland to share resources. There were also opportunities to link with the Lodge around events such as the climbing festival planned for 2019. AT supported this suggestion and having sat in on the huts seminar noted three key issues around legislation, insurance and the management of money.

- **Concerns from members about the funding arrangements with sportscotland having a perceived influence over MS activities.**

In response to this comment the board agreed there was a need to provide more detailed information to members to clarify the current arrangements and also the benefits of the investment agreement and the partnership MS has with sportscotland. JC highlighted the importance of ensuring members were aware that the majority of the funding received by MS is through the national lottery. and is not coming from central government. It was agreed to ensure this was addressed in the updated communication plan for 2019 in consultation with MG.

Action: HG

- **Building a more diverse and inclusive membership.**

SY confirmed that this was an ongoing challenge both in terms of individual and club membership and although good progress had been made in some areas more work was required with groups such as Boots and Beards to attract people from more diverse cultural and religious backgrounds. SG had started work on applying for the next level of award in relation to equalities and this would be progressed in 2019.

Action SG / SY

7.0 Finance Report

7.1 Treasurers Report - Management accounts Quarter 2- 2017-18

The management accounts show a surplus of £128k for the 6 months to 30/09/18. The full year projections show a budgeted deficit of £11k. Based on current actual results for the 6 months, it is expected that the full year deficit will be £19k. The key reasons are:

- Professional fees are over budget due to a contribution towards the legal costs for the Glenbrittle hut change of legal status. £3.5k has also been included in the forecast for a share of the feasibility study for a hut upgrade.
- Insurance costs are over budget due to a one-off invoice which was issued this year.
- Database forecast £900 over budget as credit purchased for amendments.

Non-committed reserves are forecast to be £176k at the year end.

8.0 Strategic & Operational reports

8.1 CEO Report

SY welcomed Helen Gestwicki into post following the successful recruitment process, and also Ian Stewart recently appointed to the role of part time Mountain Safety Advisor. He reported that the final costs for the office refurbishment had been received from the architects and they had increased by 20% to £31k. A further meeting was required with the architect and contractor to establish whether savings could be made to reduce the costs. Further work had been carried out with BT on the new

phone system and a revised proposal to move to a more cost-effective cloud-based service was ongoing. A meeting was also planned with Image Logistics in late November to discuss an IT solution which would also enable the staff to work remotely during the refurbishment with the potential to rent a temporary office being explored. AT asked whether it was possible to improve the signage / visibility of the office externally. It was noted that the listed building status may limit this but SY would explore this with the architect.

SY also highlighted concerns which had been raised at the National Access Forum about the strength of the Local Access Forum network due to ongoing budget pressures and staff reorganization within local authorities reducing the amount of professional support for the volunteer groups.

Action: SY

8.1.1 Directors report - Human resources and Equality

The intention to apply for the next level of equality standard referred to previously was noted.

8.2 Mountain safety

8.2.1 Directors Report – Mountain Safety

The Mountain Safety Group met on the 6th November and there had been a detailed discussion about the statement from the independent mountain rescue teams on the current helicopter contract. DM and SY had also taken the opportunity at the AGM to update a member from the JMCS who had also contacted the office in relation to this issue. DM referred the board to the online recording of First Ministers questions following the media interest in the issue and confirmed a willingness to engage with both the independent teams and SMR to provide support on this issue if it was required.

MTUK were in the process of signing off updated articles following the BMC AGM, which would mean they could receive funding direct from Sport England. Ireland had now moved to becoming a unified body so there was a need to review the name of the UK organization to reflect this change. A point of discussion at the recent meeting was the number of people registering, but not going on to do their training. It was also noted that an all-female Facebook live event had been set up for the 27th of Nov and a joint winter safety campaign was starting over the week beginning the 10th Dec timed with the launch of the SAIS and leading up to a feature on Countryfile due to be broadcast on 16th Dec.

8.2.2 Operational report

SY reported that the winter programme of courses was now full and the lecture delivered by the Met office and hosted by Craigdon in Edinburgh on 12th Dec was sold out. As reported previously the part time vacancy had been filled and Ian Stewart was due to start on the 1st January. Potential for funding support from the SMT was being explored in relation to the post. It was also noted that the recruitment process had highlighted issues in relation to salary and grading for the current role and it was agreed to revisit the previous job review which had been carried out.

Action:SY

8.3 ClimbScotland

8.3.1 Directors report

AG reported on a successful fun comp with 400 children competing and 120 participating in the final event in Aberdeen. The increase in entry fee from £5 to £20 had not impacted on entry levels and this was putting pressure on the volunteers as parents were not attending this event. MG mentioned that

some SGB's specify that children cannot compete in events unless they take a volunteer and this is accepted practice for some sports. JC asked if posters could be put up asking for volunteers and RN highlighted potential for grandparents to become involved. AG confirm that this was an ongoing challenge and the team were continually looking at ways to attract new volunteers.

8.3.2 Operational report ClimbScotland

SY reported that the team had been working with the BMC on an application to a new fund set up to support athletes aspiring to Olympic selection including Will Bosi. The European Championships had also been confirmed and would be held at Ratho in Sep 2019. Linked to the ClimbScotland review the team had attended a workshop with sportscotland to discuss the development of a participation pathway and thanks were noted to MG and colleagues at sportscotland for supporting this session. Currently awaiting the final write up and note of considerations from the workshop. SY also confirmed that in response to a request from KJ he would ask for an update on the school club pilot from JS for the next board meeting.

Action: SY

MG provided an update on facility projects:

- Kilmarnock Bouldering facility had been awarded funding support.
- The Ledge in Inverness had accepted a grant award although a start date had yet to be confirmed.
- Dumfries – Application received and the need for a facility in this area had been accepted by the sportscotland facilities however team they questioned the need for a regional size facility as specified in the MS facilities strategy.

8.3.3 ClimbScotland strategic review

DM explained the process that the review had taken and the consultations which had assisted the review group in coming to its final recommendations. The development of the pathway approach was integral to the future of the initiative and in linking across to outdoor climbing and the activities of Mountaineering Scotland. Other key issues were improving membership data recording, developing links outwith the current network, and ensuring capacity within the team was managed to deliver on new areas of work which may require additional CPD.

KJ highlighted the potential to expand the brand and questioned the strategic capacity in the team. SY suggested there was a need in the next phase of the initiative for all the team to take a more strategic approach and this would take a period of adjustment. The report was approved for inclusion in the next operational plan and progress updates on implementation to be included in future operational reports.

Action: JS/SY

8.4 **Member Services and Communications ++**

8.4.1 Directors report – Membership

KJ asked about progress with the membership strategy and SY confirmed that it was in progress following the boards consideration of the draft in March, and the intention would be to table a final version at the next board meeting in Feb.

Action : SY/HG

8.4.2 Directors report – Clubs

JD outlined her thoughts on a new membership structure based on the principle of introducing individual affiliation of club members. MG highlighted that she understood that according to company law members must elect to join another organization, and could not be affiliated to Mountaineering Scotland automatically through their membership of a club. Scottish orienteering currently provides an online club payment option. It was agreed to consider this approach within the context of the pilot of the school club model previously agreed by the board and the proposed review of the articles of association. JD also requested approval to carry out a follow up club audit in early 2019 and this was approved.

Action: JD/SY

8.4.3 Operational report Member Services and Communications

HG confirmed that membership results were heading in the right direction and although just under target, were showing steady growth. Mountain Training candidates had seen a notable increase and there had been a drop in the number of lapsed members. Female membership figures were also on target. AT asked what the target was for memberships and SY confirmed that this was reviewed annually as a percentage growth target but longer-term targets need to be set as part of the membership strategy. An Instagram account had been established to extend the profile of MS on social media as it was a platform that has high levels of female users. 161 followers had subscribed so far and thanks were noted to JD for securing the name. A review of the current publications and corporate branding was also planned with a focus on making more use of the “Walk, Climb, Ski” logo

8.5 **Access, conservation and planning**

8.5.1 Directors report- Landscape and Planning

JB reported that a number of large windfarm applications had been submitted which would extend the controversial Stronelarig development. These new applications were on areas previously ruled out by the Cabinet Secretary at the time and there are concerns with the proposed developer given previous experience. Nick Kempe has launched “Hydro Watch Scotland” providing a platform for individuals to submit information and photos about developments. It had become apparent that local authorities are not responding to complaints. The mechanism for engaging clubs and members in the planning process was also highlighted with a view to empowering clubs to submit objections by providing contact details and draft text that could make the process more accessible.

8.5.2 Operational report Conservation, planning and access

DB reported that copies of the Snowsports Touring leaflets had been distributed to retail outlets, ski centres and that SY and AT had attended the British Back Country opener event where they were handed out and highlighted to those in attendance. SY and DB had attended initial meetings to discuss the establishment of a Scottish Rewilding Alliance, and Mountaineering Scotland were currently the only recreational body involved in the discussions. The group were in the final stages of developing a prospectus and MOU under which to operate. It was suggested that MS move to confirm

their involvement formally in the group as a potential mechanism to take forward the objectives of the conservation strategy. The recent review of the planning legislation had not resulted in support for improved legislation around hill tracks, and protection of wild land however there was further option to revisit these amendments at stage 3 of the legislative process.

8.5.3 Conservation Strategy Consultation

DB provided an update on the feedback which had been received on the draft strategy and highlighted the 3 questions that were detailed in the paper for the consideration of the board. It was agreed to retain the references to planned developments and recreational activity within the final document acknowledging there may be some overlap with Respecting Scotland Mountains (RSM). KJ commented on ensuring that a section was included in RSM that referred to the Conservation Strategy and JB confirmed that a form of words had been circulated. It was also agreed to ensure that technical terminology was avoided in any public statement.

RN suggested that economic awareness relating to conservation should be considered. Following a briefing from DB and SY on work which was underway to establish a “Scottish Rewilding Alliance” the board approved formally joining this group as a founder member to establish links with other organisations in delivering aspects of the conservation strategy. It was also agreed to undertake a final period of consultation with members to close early in the new year with a final report to be tabled at the Feb meeting. It was agreed that an event was required to promote the launch the document.

Action: DB/SY

8.5.4 Draft Hydropower position statement

The position statement was approved without amendment.

8.5.5 Review of Respecting Scotland’s Mountains

JB was working on rewording some sections of the document to bring them up to date and invited any feedback from the board. The definition of wild camping was discussed with a view to ensuring this was more tightly defined and in accordance with the access legislation.

Action: JB

9.0 Governance

9.1 Annual General Meeting, 2019

It was agreed to adopt the same format and hold the event at the same time of year dependent on availability at Glemmore lodge. SY to discuss possible dates with Glenmore Lodge.

Action: SY

9.2 BMC update

MW had met with the new President Lynn Robinson and understood that they were continuing to implement the ORG recommendations. A new chair had been appointed from Wales.

9.3 Policies and Procedures Review Schedule status report

SY noted that there were a number of policies which were due to be reviewed and an update would be provided at the Feb meeting.

Action:SY

9.4 Conflict of Interests

Following the audit undertaken by KPMG it had been recommended that the annual declaration of interests was updated for all directors. SY had circulated the required form with the board papers and asked all members of the board to ensure this was completed and returned to him for retention on file

Action: All Directors

10.0 Standing Agenda Items

10.1 Risk Register

The updated register was approved

10.2 Health & Safety

Nothing to report

10.3 General Data Protection Regulation

Nothing to report

10.4 Child Protection

SY confirmed that team were progressing with the actions resulting from the audit against the minimum operating requirements. An outstanding action was for all board members to undergo basic Child Protection awareness training and SY had sourced an online training resource provided free of charge by Perth and Kinross Council which was appropriate for this purpose. SY would circulate the link to the training package with the note of the meeting asked if everyone could work through the resource and confirm to him when it was completed.

Action: All Directors

11.0 Information Items

11.1 sportscotland midpoint investment review

MG confirmed that the presentation to sportscotland senior management at the mid-point review had been well received. sportscotland was currently awaiting the outcome of the budget and the annual application form and paperwork which would be required in Jan 2019.

12.0 AOB

- **International Winter Meet** - MW proposed the resurrection of the international meet for winter climbers which had been a very successful event attracting high caliber climbers from all over Europe. It was suggested to work on the feasibility of proposals to hold the event in 2020 and noted that this could tie in with the 50th year of Mountaineering Scotland. It was agreed that AT would investigate the feasibility of staging the event and bring proposals back to the board.
- **Board Succession Planning** – MW highlighted that there were 3 directors due to be stepping down from the board on 2019 including his retiral from the posts of chair and president, and there was a need to start work on succession planning in respect of these changes. It was also agreed that the Sep board meeting should be held in a mountain area and combined with a hill walk prior to the changes at the AGM.

13.0 Future meetings

- Thurs 14th February, The Granary - Apologies were noted from KJ
- Wednesday 29th May, The Granary
- Sep 2019 TBC

Issued by Stuart Younie, CEO & Company Secretary

Draft 17th Dec 2018