

Board Meeting – Approved Minutes

Thurs 18th May 2023 – The Granary and online via Zoom

Directors: Brian Shackleton (President & Chair); Nigel Clark; Jo Dyтч; Lucy Fraser; Ilona Turnbull; Hazel Meehan; Dominic Hall; Alistair Todd; Andrew Walker; Pete Crane

CEO & Company Secretary: Stuart Younie.

Observers: Derek O’Riordan (sportsotland); Davie Black

Papers: ++ for information / discussion; ## for decision; Other items: verbal update or papers to follow

1.0 Welcome and Apologies

BS opened the meeting and extended a welcome to Davie Black and to Derek O’Riordan who was attending his first meeting as partnership manager.

Apologies were noted from Andrew Walker & Dom Hall. Jo Dyтч may be delayed in joining the call.

2.0 Declaration of Interests

BS reminded directors that they should complete an up to date declaration of interest form and send this to SY. No other declarations of interest were noted.

3.0 Draft Minutes of the Full Board meeting of 23rd Feb 2023

LF noted that her name had been missed from those attending online and SY to amend this.

The minutes were approved with this amendment having been proposed by AT and seconded by NC.

JD joined the meeting online.

4.0 Actions and matters arising not tabled elsewhere in the agenda.

Outstanding actions

- HM to work with DL to review the presentation of the reserves in the financial reports.
- SY to reconvene the insurance working group. Directors were asked to put forward any views and / or suggestions on how the current situation could be addressed and BS would prepare a briefing paper with the support of HM.

- It had been agreed to circulate the link to the route setting video following the meeting. however its is not live at the moment but would be circulated when it was available.
[Competition Route Setting - Behind the Scenes - YouTube](#)
- A legacy action was noted on the revaluation of the Granary.

Closed actions

- No further comments were received on the draft TOR for the Climbing Development Group.
- No further comments on the Facilities strategy which has now been shared with sportscotland and the team is considering their feedback.
- BMC has sent notification of the definitions of activities to sport England as climbing, bouldering, hillwalking, mountaineering and ski touring. SY has checked these with current wording in the MScot articles and they align with those defined activities. Formal notification to be sent to sportscotland.

5.0 Call for AOCB

No other business was tabled.

6.0 Operational & CEO report

SY highlighted the following points from the operational report:

- Fiona Kerr is due to start on the 19th June as Office Administrator replacing Denise Logan. Thanks were noted to BS and HM for supporting the interview process.
- SY had attended a Parliamentary Round Table on SOAC hosted by Edward Mountain MSP. The understanding from the meeting and discussions with stakeholders that Scot Govt did not support a review of SOAC and this was also the position of the majority of organisations represented at the meeting, however there was agreement on the need for additional investment to support visitor management.
- Membership was currently sitting at 16,200 and the new staff were settling in well having completed 6mth review meetings with Karen and Fiona
- A ClimbScotland strategic meeting was held with DO'R and LF the previous week. Discussions covered the facilities strategy, workforce development and the challenges around resourcing coaching support for the talent squad.
- A more general concern was noted about the working relationship with the BMC / GB and the need for an updated MOU.
- Summer mountain safety programme bookings were performing well however bookings were slow for the new Steep Ground course and further work was required to communicate the course content to members and consider changing the name.

- Access and Environment updates would be covered under item 8.2

BS noted that it had been another very busy period for SY and welcomed the additional support that would be provided by FK.

AT highlighted the increase in hill / mountain running in relation to the BMC definitions and it was noted that a representative from Scottish Hill Runners (Angela Mudge) had been invited to join the Mountain Safety Group. NC asked if an article could be included in the next edition of Scottish Mountaineer to promote the new steep ground course.

SY noted a risk relating to the publication of the May edition of Scottish Mountaineer as Herald and Times had in the last 24hrs indicated that the advertising revenue which had been secured was well below target. SY and HG had concerns about how much work had gone into secure the required advertising revenue. This edition had a focus on "Its Up to Us" and the priority was to go to print given commitments to contributors and a further update was required from the publisher. SY also outlined the plan to include further information on participation figures for Mountain Safety and ClimbScotland in future quarterly reports.

7.0 Finance Report

7.1 Treasurers Report - Management accounts for Q4 to 31st March 2023

HM provided a report on the year-end position which was an overall deficit of £25,654. A slight improvement of £1535 was noted since the last quarter and that the out-turn position was an £13,610 improvement on the budget figure as a result of improved income and control of expenses.

Mountain safety income was below budget due to the employment of additional freelance instructors and the cancellation of a limited number of courses. The £6k payback to sportscotland had been included in the report. It was noted that the report had been updated since the FAG and the revised version would be circulated to the Board. The end of year report was approved.

7.2 2023/24 Budget and pay award

HM went on to provide an update on the budget for 2023/24 which had not been circulated as it was still a preliminary draft and progress had been limited due to staff capacity and challenges with recruitment. The current version had a projected deficit of £41k and further work was needed to get it to a more acceptable position. The draft is based on the 15% increase in member fees and an assumption had been built in to accommodate a pay award for staff as well as the cost of the print editions of the

magazine. The FAG had highlighted the need to look more closely at expenses as these are increasing across the organisation to ensure the financial sustainability of the organisation.

SY and DB then left the meeting whilst Directors discussed staff remuneration and following discussion a 5% pay award was approved to be backdated to the 1st April 2023.

SY and DB rejoined the meeting.

HM noted formal thanks on behalf of the board to DL for all the support she has provided to the organisation and to Directors and staff past and present. Directors agreed to buy an appropriate retirement gift in recognition of her service.

Action: IT to work with SY to review the current salary structure and assess the impact of the recent staffing changes on the reserves position.

8.0 Governance

8.1 Recruitment of Directors

BS noted an action from the last board meeting for SY, NC and LF to finalise the role descriptions for the President, Mountain Safety and ClimbScotland positions which had been completed. As none of the current Directors had expressed an interest in the role of President all three posts have gone to advert with a closing date of 26th May. At this point no expressions of interest or enquiries have come forward.

Action – JD agreed to share the link to the vacancies on the clubs Facebook page.

8.2 Access and the Environment

8.2.1 Strategic Update

DB delivered a short presentation on some of the key areas of work he was currently involved in across access, planning and the environment. These included the ongoing discussions around access for ski tourers at Glenshee, discussions to reinstate winter vehicle access to Glen Strathfarrar and the development of a foot access route to Anoch Mor from the Nevis range carpark through Leanachan forest. Further information was also provided on the development of the “Its Up to Us” campaign and work carried out through the National Access Forum on their guidance on wildlife disturbance.

In terms of planned developments, the Erba Pumped Storage scheme was highlighted and the significant impact it would have on the area behind Binnein Shuas including a popular climbing venue and group of Munros. Careful consideration would need to be given to the landscape impact vs the potential contribution this scheme would make to the national grid. The proposals around the Shared Rural Network (SRN) were also discussed as well as an update on the recent changes in legislation which remove some of the landscape protections which have been in place making it easier to obtain planning permission for new and expanded onshore windfarms.

SY stressed that what had been presented was just a snapshot of the work DB was involved in and credited him on the ability to manage the range of issues he was dealing with without the support of a wider team. JD emphasised the importance of access and the environment work to the club community and conveyed her thanks for everything he does.

NC also thanked DB for his presentation and the work that he does and asked when the planning had started on the Erba pumped storage plans. DB explained the project is still at pre planning stage. AT also provided some additional detail on the impact of the proposed substation having attended the community consultation and suggested that additional consultation with the membership would be needed to inform Mountaineering Scotland's position. IT also commented on the positive feedback she had had when in Knoydart on the work DB had led on the SRN proposals.

The current situation at North Chesthill estate was also discussed including the proposals for a new carpark. The meeting then took a short break.

8.2.2 Manifesto for the Mountains

The meeting reconvened at 5.40pm and BS referred to the draft Manifesto for the Mountains which had been shared for information and comment following the SBAR report which had been tabled at the last Board meeting. SY explained some of the background work which had been undertaken with Directors to develop the policy statement and that the next stage will be to carry out some external consultation with key stakeholders.

DB explained the intention to develop the presentation of the information in the document in a more graphical format with a focus on digital accessibility to help support advocacy work.

BS suggested the use of the term “hills and mountains” to maintain consistency of language with the strategy. PC agreed the need to shorten and re-present the information in the document. IT questioned some of the figures referenced in the document and whether they could be updated and SY provided an overview of the figures which are being used in the “Its Up to Us” campaign. There was a short discussion about the environmental impact of recreational activity.

Action – DB agreed to revisit the figures in the document to see if they can be updated or removed if out of date and it was agreed to follow up with stakeholders to consult on the draft document.

8.2.3 Position Statement - Shared Rural Network

SY provided an overview on the plans to deliver the shared Rural Network initiative which was a Westminster / DCMS project with the target of delivering 4G coverage across 95% of the UK. This would involve the installation of over 300 masts across Scotland many of which would have a visual impact on wild land. A final version of the position statement agreed with the John Muir Trust (JMT) had been shared with the Directors and the next stage was to engage with other organisations to establish wider support and prepare a press release.

DB added that the scheme had come to his attention as a result of a poor-quality planning application and had prompted him to investigate the background and make contact with JMT. It was clear that the approach had not been fully thought through in terms of its impact to the landscape in rural and remote areas.

Action – DB to progress engagement with other stakeholders to seek support for the position statement and develop a press release with the JMT.

DB left the meeting at 6pm

8.3 KPMG Development Audit

BS introduced the item and handed over to SY who explained that the initial draft report originally expected at the end of Jan was received on 24th March and it was noted that the original auditor left KPMG shortly after the audit had been completed and did not write up the report.

12 moderate and 6 low priority improvements had been identified and this increase in the number of recommendations was consistent with recent reports completed for other sports indicating a tightening of the approach from KPMG / sportscotland.

It appears that the audit is now based on the “12 steps to good governance” and several new areas have been added to the audit process which have resulted in an increase in improvement areas identified.

An inconsistency in the findings relating to child wellbeing had been resolved and it has been confirmed that all Directors are required to complete the online Child Wellbeing training for Mountaineering Scotland to comply with the necessary requirements. A key priority is for Directors to complete this training as soon as possible.

The current rating which has been applied is “Performance Improvement Needed” however Mountaineering Scotland will be looking to challenge that finding as the general tone of the report did not reflect the discussions with the auditor and several factual inaccuracies had been identified in the report. After the challenges of the last three years the initial draft report was a difficult and demoralising read however DO’R and MG had been sympathetic to the concerns that had been raised.

DO’R confirmed that the report is still in a draft format and there was an opportunity to respond before it is committed to record and SY had done a good job in raising his concerns. He acknowledged there were challenges in the system which had resulted in issues relating to coherency and he was committed to helping ensure the audit process was constructive and appropriate to individual sports. He agreed that the report did not present a fair reflection of Mountaineering Scotland.

AT shared an observation that the approval to complete the online training was made on a weekly basis on a Monday and Derek confirmed that the system was not yet automated, and permissions were being reconciled manually.

Action: Directors to ensure they complete the online wellbeing training and SY to set up a meeting with KPMG to discuss draft recommendations and involve DO’R.

8.4 sportscotland investment agreement 2023/24

BS confirmed that the investment agreement has now been signed off and SY reported that the payment had been received this week. BS provided an update on concerns regarding changes to some of the standard conditions which may have some implications in the future. DO’R confirmed that most of the changes had been contained in previous agreements, but they had been restructured and represented in the latest version. He acknowledged that some changes had been made to strengthen the language used in some areas as a result of advice external to sportscotland and the next step was for BS to set up a meeting with DO’R.

Action: BS to set up an introductory meeting with DO’R

8.5 Equality, Diversity, and Inclusion - Policy Update

SY reported that the policy had still to be signed off and the commitment to hold an EGM earlier in the year had not been met due to competing factors but there was a need to review the draft to ensure feedback from the club call had been addressed. The next step was to agree the mechanism for approving the policy either through an EGM or at the AGM. IT was keen to progress the approval and agree the final draft and JD commented on the positive outcome from the consultation process with the clubs and the risk around delaying the approval of the policy.

HM and PC left the meeting at this point and SY confirmed the meeting was still quorate.

AT also supported the approval of the policy at an EGM in advance of the EGM.

8.6 Policies and Procedures Review Schedule status report

BS reminded Directors that there was an outstanding action to review the policy schedule and feedback to SY on the policy requirements relating to their portfolio area. BS identified four priority policy areas which covered Health and Safety led by AT, Risk Management which HM was involved in, Human Resources which IT had agreed to look at and Information Technology and Data Security which required a lead Director to be identified. SY highlighted the resourcing challenge in addressing the policy reviews linked back to the KPMG report. D'O confirmed that the work could be sequenced over a couple of years.

SY asked Directors to review the suggested changes he had made in the review register to help streamline the current policies and procedures.

Action: SY to review the separation of Finance and Corporate Governance in the policies and procedures schedule and Directors to review the policy recommendations relating to their portfolio areas.

9.0 Standing Agenda Items

9.1 Risk Register

SY highlighted the updated risks in red following discussion at FAG and BS asked Directors to review risks in their portfolio area.

Action – Directors to review the risks relating to their portfolio areas and SY to introduce a RAG rating to the register.

9.2 Health & Safety

AT confirmed that he was due to meet with SY to progress this next week and SY reported that the main areas of concern related to the risk assessments and management procedures relating to the delivery of activities by ClimbScotland and Mountain Safety. A review was currently ongoing of the risk assessments led by CMcB and RC. Some minor issues had been flagged in the review which had been carried out on September 2022 and it was hoped the new office administrator can help address some of these. AT flagged the need to record and report near misses and incidents under the standing item on the Board agenda.

Action – AT / SY to progress the adoption of the relevant policies and procedures relating to Health & Safety

9.3 Child Wellbeing

Nothing to report this quarter.

10.0 Future meetings 2023

- **FAG** – 4pm, Thurs, 3rd August
- **Board** – 4pm, Thurs, 10th August
- **FAG** – 4pm, Thurs, 26th October
- **Board** – 4pm, Thurs, 2nd November
- **AGM** – TBC November 2023
- **Post AGM Christmas Meeting** – 4pm, Thurs, 14th December

SY updated on potential dates for the AGM noting that the 23-25th was available at Glenmore Lodge but clashed with the DMFF, the 18th / 19th was already booked leaving potential dates as 4/5th and 11/12th. SY also asked Directors whether they wanted to return to the face-to-face members gathering format which was held pre covid. AT suggested the possibility of aligning the AGM as part of the DMFF and LF highlighted a clash with some competition dates in November. The consensus was to return to a face-to-face format and LF asked if there was the potential to build in an opportunity to Directors to get together after the event.

Action- It was agreed to progress plans around the 11/12th of Nov and SY to circulate a draft plan for the day.

Issued by Stuart Younie, CEO & Company Secretary

Final version issued – 05/08/23

Approved – 10/08/23

