



MINUTES FOR THE AUK BOARD MEETING
HELD VIA ZOOM
on 5 October 2022 STARTING AT 0900.

PRESENT:

Chris Crossland (**CC**) (Chairman)
Graeme Provan (**GP**)
Caroline Fenton (**CF**)
Nigel Armstrong (**NA**)
Andy Yates (**AY**)
John Ward (**JW**)
Ian Hennessey (**IH**)

IN ATTENDANCE:

Kevin Lake (**KL**) (in part)

Paul Haxell (**PH**)

APOLOGIES

Daniel Smith (**DS**)

1. Opening

The Chairman reported that due notice of the meeting had been given and that a quorum was present. Accordingly, the Chairman declared the meeting open.

The Chairman welcomed PH to the meeting.

2. Declarations of interest

None.

3. Minutes of previous meetings

Board Meeting – 6 July 2022

Approved

4. Matters arising from minutes of previous meetings

4.1 Vacant Director Posts

GP reported he had received expressions of interest from candidates for each of the vacant Non-Exec and Communications Director posts.

PH was attending the meeting both to see the Board in action and to give members the opportunity to meet him before making a decision on whether or not he should be appointed.

The other candidate, Paul Renshaw, was not able to attend today but GP agreed to arrange a teleconference to interview him. It was agreed that CC, GP and at least one other director should join that call and that the decision on his appointment would be theirs.

Both candidates had supplied up to date CVs with covering letters.

The Board conducted an interview with PH who then withdrew from the meeting to allow the Board to deliberate. It was agreed that PH should be appointed to the Board with immediate effect.

Note: subsequent to the Board meeting CC, GP, CF, PH, and AY interviewed Paul Renshaw (**PR**), the Board agreed to appoint PR as Communications Director.

CC explained to PH and to PR that they would both be required to stand for election at the AGM in February.

4.2 Director Succession

GP reminded the meeting that the posts of General Secretary, Calendar Events Secretary and Communications Director would be up for election at the next AGM, in addition to the annual elections of two Non-Executive Directors. The 2022/23 AGM to follow would have four executive posts subject to elections.

Given the lack of contested elections in recent years, GP felt it was important the Board looked to some form of succession planning.

CF felt that the greater the number of delegates, the wider the potential pool of willing candidates. She thought that delegates should be discouraged from taking on more than one role. AY agreed and thought that by agreeing to take on roles within AUK< delegates were showing a level of commitment.

GP also raised a wider concern in that he felt the board was oriented too much towards its executive functions and not enough towards overall management and strategy. The executive board members were all very busy with their AUK responsibilities and with their own lives.

CC noted that NA was budgeting to see what the introduction of paid staff would do to AUK's finances. He also noted that it had so far proved difficult to find the time to look at the issues arising properly. He also noted that some functions required a background knowledge of the sport.

JW advised the board not to underestimate the transition to paid help. AUK was not a static organisation and any changes needed to be effected smoothly. If changes were to be made to roles or structures, they should be made when the time was right and not to coincide with elections or similar.

AY wondered if board members should look at appointing deputies to assist with their workloads and provide potential candidates to succeed them.

JW noted that his experience with various charity boards was that it was better to identify and approach potential candidates rather than just advertise and hope for the best.

AP: IH agreed to write an article for the next issue of Arrivee highlighting his role and describing some of his recent work. Other directors were encouraged to follow suit in further editions.

AP: GP to consider whether his role could be split – potentially into legal and corporate or similar.

4.3 Disciplinary Policy

GP reported this had been made available to members via the AUK Forum.

It was agreed to approve x the policy.

AP: GP to arrange for the policy to be published on the website.

AP: GP to review policies generally with a view to updating as necessary at the April board meeting.

4.4 2019/20 and 2020/21 Awards

GP reported the Awards Secretary was working hard to bring everything up to date.

AP: GP to contact Mike Warren for an update on the membership consultation on the Peter Tandy Award

4.5 Board Meeting Format

GP reminded the meeting that the general principle agreed during the pandemic was that if the AGM was to be held in person, the board meeting prior should also be held in person. It had been some time since the board had been able to meet in person.

It was noted that any meeting should be capable of cancellation if it clashed with a rail strike.

It was agreed that, if possible, it would be good if members could access the AGM remotely. This would not be a hybrid meeting and members would not be able to vote or interact remotely although they may be able to join in the Q&A section after the close.

- AP: GP to book January board meeting and AGM at IBIS Birmingham and check remote access facilities.

4.6 Payments process for Permanent Events.

Covered in JW's report.

5. Business

5.1 AGM

GP reported that Civitas had been appointed to manage the online voting platform.

GP had previously asked the board to consider any potential resolutions for the AGM.

NA reported that he was reviewing a potential increase in subscriptions and fees. It was agreed that any increases should be put to the meeting in the form of a resolution rather than within the financial report.

- AP: NA to provide GP with details of any proposed increases.

There were no other board resolutions to be put to the AGM.

5.2 Director Interviews

GP introduced Paul Haxell to the meeting. Paul had agreed to act as an interim Non-Executive Director (subject to board approval). Paul set out his prior experience and responded to specific queries.

He left the meeting to allow the Board to deliberate.

Upon his return it was resolved that Paul Haxell should be appointed to the Board.

Note: Paul Renshaw, who had agreed to stand as Communications Director, was not able to attend to the meeting. A teleconference was arranged for the 17th October and a sub-committee consisting of CC, GP and such other directors as were able to attend should be authorised to conduct an interview with Paul and, if so agreed, appoint him to the Board. The interview was duly held and it was resolved that Paul Renshaw should be appointed to the Board.

It was noted that any board appointments would be subject to election by the members at the following AGM.

5.3 LEL

CC drew member's attention to his interim report on LEL. He was awaiting the final outcome which would include validation. The LRM homologation fees could only be calculated after completion of the validation process.

CF confirmed she had a list of entrants and any corresponding AUK membership details.

He noted it was only 3 years until the next edition. AUK would need to decide quickly how it would engage with the LEL board during that time. It was agreed to include this in the next Board meeting.

5.4 Management Accounts

NA reported the year end outcome should see a surplus in excess of £30k. The major factor was an increase in membership numbers.

He considers AUK's finances are in a healthy condition.

JW noted he was delaying charging DIY fees until the new payment process was ready. NA confirmed this would not be material for the annual accounts and could be dealt with at any time.

5.5 IT

KL joined the meeting.

KL reported that aukweb was still being used and would be needed for the end of year process and beyond. He was going to shadow Francis Cooke during this process as part of the ongoing process of transferring legacy

skills and knowledge. The system was still heavily reliant on aukweb as the database of ride records.

Membership records are now held within audax.uk, as are most entry screens but the backend database is still aukweb.

Minor changes to the existing part of audax.uk were being effected on an ongoing basis; mainly improvements and bug fixes. One recent change had been making BRM PBP qualifiers more prominent in the calendar.

Development of the organiser pages was also continuing. A series of fortnightly meetings were being held with an expert panel. KL was generally pleased with progress, but the limiting factor was developer time. The bulk of the work was being done by Dave Allison alone. KL was trying to improve his knowledge of the code but was heavily reliant on Dave's input. The release date will depend on various other workstreams, including the switch from the aukweb database to audax.uk. This would be a major step and would need to be done in one with no intermediate steps. KL anticipates it will take approximately six months. The organiser pages are complex and have developed and grown organically over the years rather than in a planned and logical manner.

KL is still having weekly meetings with the external development team but they are not producing very much output.

The next project for the external team is record management. There are a number of issues with moving the data from aukweb to audax.uk. CF has been looking at the practicalities and will liaise with KL and Dave Allison. Much of the data will need sanitised and the data is held in separate databases for each year. The older parts of the database, in particular, are often different to the newer parts in terms of data held. There is a further issue with the fact that membership numbers were recycled in the past.

CF has analysed event entry information. During the six months since the switch to the new system approximately 8900 successful entries have been made, including 2787 non-member entries.

KL remains of the view that AUK will need to look at increasing its reliance on external development. This will mean costs will increase dramatically. One cost driver is the likelihood that a development company would also want to appoint and charge for a project manager. Substantial savings have been made to date because the project has been managed internally with Dave Allison taking on a correspondingly large workload. One of the original objectives of the project had been to end AUK's reliance on a small number of members.

CF reported the website was now being held on a new server at reduced cost.

6. Reports

6.1 Chair

CC directed members to his confidential report.

6.2 General Secretary

GP reported he had been trying to resurrect AUK's application to Sport England for recognition as a National Governing Body. AUK had previously completed the application form and submitted various pieces of supplementary documentation and information. The process had then stalled and no progress had been made during the pandemic.

6.3 Finance Director

NA reported the draft annual accounts would be ready for approval by the January board meeting. They were with the external accountant.

NA had a number of questions around the issue of paid staff. These included employment status and line management.

He is budgeting on an increase of approximately 10% for subscription fees and other charges. He will then consider the effects of the overall costs of having paid staff on the budget.

He had also noted the possibility of increased expenditure on IT.

6.4 Calendar Events Secretary

IH reported Adam Young had taken over from Pat Hurt as the South East events delegate.

6.5 Permanent Events Secretary

JW reported he had been hoping to make progress on moving the DIY payment process forwards. However nobody seemed willing to be the first person to adopt the new system. He will liaise with KL and CF.

Better progress was being made on the permanent events payments process. Six volunteers were using and testing Stripe.

6.6 Events Services

N/A

6.7 Membership

CF reported that as of the previous day AUK had 8730 members, compared to 7736 at the same point last year. Membership fees had been discounted as normal during the year – one reduction in July, then another in September after preparation of the mailing list for Arrivee. There had been a recent small flurry of new joiners, taking advantage of the “rest of 2022 free” deal.

Renewals had opened on 1st October but had not been advertised yet

The discounted membership promotion for LEL volunteers and riders had been a success with over 40 riders and around 15 volunteers having joined.

CF had prepared an analysis of payment methods which showed increasing use of direct debits and of Stripe in preference to Paypal

6.8 Communications

N/A

7. Meeting Dates

Teleconference – 17 October 2022
Teleconference 19 December 2022
Board Meeting 18 January 2023
AGM 11 February 2023

8. Any other business

8.1. Strategy

AY reported he had been working on the new strategy document.

He had some suggestions and queries around possible objectives:

- Was there a discussion to be had about further expansion
- Quality of organisers and of specific events
- Non-core members (ie not active or not interested in longer events)
- Diversity of members and riders
- Diversity of events

AY will continue to work on the document and produce a draft for comment and subsequent member consultation.

8.2 Chris Davies Bequest

CC reported the bequest was just over £5k.

He asked for suggestions for the bequest.

9. Closure

There being no further business the Chairman declared the meeting closed at 15.05

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Chair

..... 2023

Confidential

5.3 LEL

CC reported he had become aware of a number of issues with the running of the 2022 edition of LEL. They included inadequate catering provisions, issues with the difficult of the route and issues with the nature of parts of the route.

CC believed Danial Webb had taken various decisions without proper consultation and without adequate regard to the nature of the event.

IH noted the event had not only increased in length but also in ascent percentages and gradients. He had tried to liaise with DW but with limited success.

GP stated he could see a marked difference between the Board's oversight and involvement as between the 2017 and 2022 editions. It was his view that the change was not for the better. LEL is AUK's flagship event but AUK has very little input into the event itself. The Board needed to accept this or change it.

It was noted that the final outcome of the event would not be known until the validations were completed and the LRM charges paid.

It was agreed to continue the discussion at the January board meeting. Consideration would also be given to asking DW to attend the April meeting.

6.1 Chair

CC directed members to the email chain between himself and the organiser of LEL relating, in particular, to the application of the LRM rules.

CC was of the view this was a serious matter. Danial Webb had privately and publicly questioned CC and AUK's probity. CC believed DW's conduct had been unacceptable.

There was a procedural issue around whether this matter related to Danial Webb and/or the board of LEL.

GP advised these were discrete matters; the conduct of DW/LEL as regards CC/AUK in respect of the LRM rules and the wider issues around LEL 2022. GP noted the Board owed a duty of care to CC in this regard.

A further issue was raised around whether the conduct matter related to CC alone, the Board of AUK or AUK itself. The answer would partly determine the process.

GP agreed to consider this and report to the next meeting.

JW felt the Board should set aside existing policies and deal with it as a board decision.

6.4 Calendar Events Secretary

IH updated the Board on the current situation with Andy Corless. He had not allowed AC to publish any events for next season, pending resolution of outstanding refunds for LeJog.

He had received a complaint from a rider on the Inverness 1200. The complaint was that the event had fallen below the expected standards. One example of such was failure to produce a route sheet for the event. Another was that riders had not been informed about a known road closure and a suitable alternative route.

Andy Utley is having ongoing discussions with AC about future events.

CF suggested AC should be required to use Stripe for all payments. It was easier to monitor. IH agreed this could be a useful step.

6.5 Permanent Events Secretary

JW reported he had 2 organisers (Nick Wilkinson and Peter with event entries who are not administering or validating their rides. Both have been suspended. JW has personally dealt with the outstanding validations.