

MINUTES OF BOARD MEETING



Meeting Title OutdoorLads Board Meeting
Location: Premier Inn, Angel Street, Sheffield
Date and Time Friday 2 June 2023 6pm

Attendees

CK	Chris Keivit
EG	Emma Green (Vice-Chair)
FB	Fergus Brunning
JP	Joey Payne
JH	Jake Higgins (elected in meeting)
RB	Rob Mitchell (Chair)
RO	Richard Overton
SH	Simon Hawthorn
SA	Steven Allan
LR	Liam Russell (company secretary/ staff)
DB	Dan Byrnes (staff)

Apologies YGR Yvonne Goldsmith-Rybka (staff)

23/23 Welcome & Apologies

Rob Mitchell welcomed all to the meeting.

Apologies had been received from Yvonne Goldsmith-Rybka as the meeting was being held on her non-working day.

23/24 Declarations of Conflict of Interest

There were no declarations of interest for items on the agenda.

23/25 Approval of previous meeting notes, actions and matters arising

Minutes of the previous minutes from the meeting on 17 April 2023 were approved as a true and accurate record of the meeting.

23/26 Election of trustee and treasurer role

Jake Higgins was asked to leave the room for this item.

Liam Russell confirmed that Jake is in attendance to be elected as a trustee, and separately as treasurer. Emma explained that there are some

mentors available to the group to support Jake in his treasurer role, if elected.

Trustees discussed the scope for this advice and the form it would take. There was a discussion over if this advice is necessary and if it is, if it should be paid or unpaid advice.

It was confirmed that Jake is from an auditing background and the support he would be receiving would be short term to help him bed into his new role. This support would be discussed and explored with Jake once he is elected.

Trustees voted and unanimously co-opted Jake Higgins as a trustee up until the date of the AGM 2023. The intention is for Jake to stand for election at that AGM to be voted on by the membership for a further term.

Trustees voted and unanimously **elected** Jake Higgins as trustee up until the date of the AGM.

Trustees voted and unanimously **elected** Jake Higgins as treasurer up until the date of the AGM.

Jake was welcomed back into the room and congratulated.

23/27 Verbal thoughts so far

Rob Mitchell gave some observations of his time on the board so far, including the range of skills and experience that the trustees and staff have, which are broad and varied. Different skills and experiences are needed for a successful team.

There has been a common view that there is a lack of trust and connection between trustees and the membership – so it will be fantastic to fix that with the membership.

The three things that the trustees need to focus on are:

1. Delivering great events and the OutdoorLads magic for current members and potential members.
2. A safe, sustainable and professional approach to running OutdoorLads on behalf of our members.
3. Communication – the board needs to tell members what it is that trustees are doing and keep members informed. Visibility of individual trustees would be great to raise the profile of the board. It is also important to see things through the eyes of our members.

Rob Mitchell emphasised the need to get our planning right for trustee meetings and in future we need a draft agenda two weeks in advance for trustees to comment upon, with the full agenda and papers published one week beforehand. This gives people time to input into effective meetings.

It was emphasised that all need to ensure that they deliver on time the things they say they will do. These includes coming to meetings having read the papers and being prepared.

23/28 Office Report

Liam to the office report which had been uploaded to Sharepoint in advance of the meeting.

The venue for BIG Spring Camp 2024 was discussed, as outlined in the paper.

The proposal to proceed on the basis of working with Llanrwst to improve relations but also exploring other venue options for next year's event was **agreed**.

Rob asked to be placed on record in the minutes his gratitude to the staff and volunteers who ran the event, saying that feedback he had received had been outstanding and that it was "top notch".

Emma also asked to put on record that the feedback she has received from people was also fantastic and that it was the smoothest ran BSC event for several years.

23/29 Feedback from Initial Sub-Committee Meetings

Rob asked sub-committee leads to feedback on the initial meetings.

Fergus reported on the delivery group meetings. There has been a good level of interest in more accessible events. Some gaps in the ToR documents which will be addressed. Two people have been nominated as chair and one as secretary.

Emma fed back on the Development sub-committee. It seems that we have inspired and connected with members on this new approach. One person has shown interest in the chair position and one in the secretary role.

Simon fed back on the Finance and Assurance Committee and gave thanks for those who have been involved with the sub committee initial meetings, which have gone well. Questions on ToR and projects were answered at the initial meeting. A secretary has been identified and another person has put themselves forward as chair.

Rich gave an overview of the Support sub-committee. The meeting went well, there are ten people on the support sub-committee making it one of the larger groups. There has been interest in the chair and secretary positions. Rich will conduct one to ones with the proposed chair and secretary. These nominations will be put to the group for agreement.

Good things are coming out of it already, including the Ask for Calvin campaign in place at BIG Spring Camp. The next meeting is to be arranged soon.

Rob said that it is a very encouraging start to this new governance model.

Chairs of the groups will be invited occasionally to board meetings to provide their input.

Rich said that a video from the four sub-committee chairs are to be created to introduce them to the wider membership as part of the Comms and Marketing plan. **DB**
RO

Emma asked that the four trustee leads are to meet to agree the next steps for the sub committees, including next meetings and election of chairs and secretaries. **EM**
RO
FB
SH

23/30 Policy Approvals

The equality inclusion and diversity policy has been developed. This links in with the code of conduct and member handbook, and focussed on volunteers. The policy was **approved** by trustees.

LR

This is now to be made available on the website.

Liam asked that all policies be put into the same template. Rich and Dan will co-ordinate on this. **RO**
DB

The code of conduct document was developed previously but has been reviewed in light of a complaint made earlier in this year. It is now aligned with the expected behaviours in other policies.

Trustees discussed the use of the phrase “affirmative consent” in the policy and the expectations around people touching on events. Some slightly stronger reference to clarify adherence to the law on this was desirable.

Emma and Fergus are to discuss separately some amendments to wording in the policy to make it clearer what is and is not acceptable. **EG** **FB**

The Code of Conduct policy was **approved** by trustees subject to Emma and Fergus producing some words which address these concerns. There is a deadline of the 16 June 2023 for this to be recirculated to trustees. **EG**
FB

Volunteer Management Policy. Simon reported that this is to be devolved to the Support committee for further work and eventual sign-off. It will also be seen by the office and each committee. **Support**
Cmttee

Liam was given an action to create a new page on the website that lists all policies that exist in one place. Some of these will need review for names and dates, and policies will need to be in the standard policy template. **LR**

Refund policy. A paper was produced by Dave Banks a year ago on this, and is to be devolved to the Finance and assurance committee for development work. This is a reserved matter for the board to approve. **Finance**
Cmttee

23/31 Review of outstanding actions from board / ops / board priority list

Rob asked that one central list of actions for the board and the various committees are kept in one place in future, but that this will involve some commitment from all to keep this updated.

Outstanding actions were reviewed and the priority list is to be incorporated into the action log. This will be used at each meeting going forward to track progress. **RM**
LR

Sub-committees also to maintain an action log to feed into this main log so that there is visibility of the actions that have taken place across the organisation. **Cmttees**

23/32 Preparation and arrangements for AGM 2023

Joey asked that content for the AGM presentation be with Joey by mid-July so that this can be completed by the start of August, in preparation for the AGM in September.

This includes the awards and thanks to volunteers. It will also need the annual member survey to be completed so that the data can feed into the AGM. The aim is for a shorted AGM that is a celebration of what we do, for members to reflect on and enjoy. **DB**
LR

Liam said that there is an issue with getting some of the information for accounts from Dave Banks.

Liam to provide a list to Simon, Emma, Fergus of what is needed, and they will follow this up with Dave to ask for this to be provided. **LR**

Simon confirmed he has access to and can use the reporting module and agreed to show Liam and Dan how to use the reporting module. Two weeks to do this. **SH**
LR
DB

Options for the AGM were outlined. Trustees **agreed** that it would be a hybrid meeting held in person and virtually, with events and a social to attract members to attend in person, and at a weekend.

Some concerns were voiced around location to attract sufficient members to the venue, and the technical capability to deliver a hybrid event.

Joey was thanked for his ideas for the AGM which had been circulated in advance, and the work put in so far. Given timescales, this may not be suitable for 2023, but something to revisit for the AGM 2024.

It was **agreed** that the AGM is to be in Manchester. The office are to find a venue in Manchester that is suitable for the AGM to deliver a hybrid meeting, and create event pages. **DB**
LR

23/33 DBS Checks / working with vulnerable adults

Trustees discussed the need for hostel and camping leaders to be DBS checked, following the correspondence that had been shared between the board on this issue.

It was noted that it is important to understand the difference between an “at risk” person and a “vulnerable” person. OutdoorLads is in no position to know who is an ‘at risk’ person, as there’s no obligation for it to be declared.

Fergus shared his view that there should be a more public position that the group will make reasonable adjustments for people who are vulnerable. There are unquantifiable people within the group who may be in some of these groups.

Trustees discussed the risks associated with hostel and camping events in this regard.

Fergus made the point that people who attend events could be at risk and may turn vulnerable, and we won’t know who they are. We are in a position of care for them. His view is that we would be advised to undertake the basic DBS check. A view was shared that this is a risk reduction exercise for the organisation.

Rob expressed a different view to this in that there are risks if hostel leaders do not want to be DBS checked – it is about our actions being proportionate to the risks. Annex B applies – the criteria centres around providing services “because of” their physical or mental illness. OutdoorLads does not provide services “because of” these circumstances.

Trustees discussed that if existing hostel leaders were reluctant to undergo a DBS check, could we have flexibility over handling this for existing leaders?

Rob asked that he have chance to explore this more and look at proportionality of our response. Rob asked for two weeks to do some exploratory research on this issue. Simon highlighted that there is guidance from Sport England and NCVO on this to help risk assess the situation.

Liam Russell to ask RC’s what their views are to see what the risk might be on hostel leaders not wanting to be DBS checked. **LR**

Trustees agreed to give Rob Mitchell more time to investigate the requirements, and to come back to the rest of the board soon. **RM**

Fergus reminded all that there is a need to ask leaders to re-sign volunteer agreements. This will be looked at following conclusion of this matter as it will need to reflect the outcome.

23/34 Company Secretary and Vice-Chair roles

There is a role description for company secretary which has been prepared to outline what the company secretary needs to do for OutdoorLads. The role is currently devolved to Liam Russell as a staff member. This matter will be discussed at the next meeting.

**Aug
Board
Mtg**

The vice-chair role also is undefined, and Emma has drawn up a role description. Trustees were asked to view and make comment, and this item will be discussed at the next meeting.

**Aug
Board
Mtg**

23/35 Trustee learning and development

Emma has made some suggestions on trustee training and support, and suggestions for trustee reviews. This will also be added to the next agenda.

**Aug
Board
Mtg**

Comments are to be provided to Emma by 13 June otherwise it will be assumed it is agreed.

All

23/36 Board meeting dates for 2023 & 2024

The following dates for board meetings were agreed:

- Sunday 13 August 2023, face to face in London
- Saturday 23 September 2023, AGM face to face in Manchester
- Friday 19 – Sunday 21 January 2024, face to face board away weekend.

Of the remaining dates listed on SharePoint, it was agreed that the office and Rob would agree dates, alternating between face to face at weekends and virtual meetings on Monday evenings.

**LR
RM**

23/37 Any other business

Terms of reference for the board itself needs to be sent to next meeting for approval.

SH

The Meeting closed at 8:35pm.

Actions

<u>Action</u>	<u>Owner</u>	<u>Due By</u>	<u>Date Complete</u>
Create video of four sub committee chairs	RO & DB		
Four trustees meet to agree next steps sub committees	EM, RO, FB, SH		
Equality & Diversity Policy to be made available on website	LR		

