

## **ACTIVE BLACK COUNTRY LIMITED BOARD MINUTES**

**- a company limited by guarantee and without a share capital -**

**Company Number 14537800**

Held on Monday 22<sup>nd</sup> of July 2024 – 11:00-13:00 in person  
at Neville House, Steelpark Road, Halesowen, B62 8HD.

### Present

Amanda Tomlinson (AT) - Chair of Board  
Sue Wilkinson (SW) - ABC Board Member  
Jerry Page (JPg) – ABC Board Member  
Richard Medcalf (RM) – Deputy Chair of Board (joined  
for Agenda item 5a)  
Justyn Price (JP) – ABC Board Member  
Farah Ahmed (FA) – ABC Board Member

### In attendance

Ian Carey (IC) – ABC CEO  
Alex Hughes (BA) – ABC Business Administrator  
Helen Milanes-Tidmarsh (HMT) – Business Operations  
Manager (joined for Agenda item 9)  
Lesley Hill (LH) – ABC Director of Partnerships (joined for  
Agenda item 7)  
Steve Lomas (SL) – Er Grove Accountancy (joined for  
Agenda item 9)  
Mark Bisson (MB) – Strategic Communications Lead  
(joined for Agenda item 8)

Agenda Item	Subject	Notes	Actions	Dates and Who
1	<b>Apologies</b>	Sureya Gulzar		
2	<b>Conflicts and Declaration of Interests</b>	JP declared the completion of work with Active		

		Partnerships National Team.		
3	<b>Approval of Minutes of ABC Board Meeting</b>	<p>Minutes from meeting 15.04.24 were approved. The May ABC Board meeting was postponed due to not being quorate. Electronic approval for the below resolutions was sought by email:</p> <p><b>Agenda item 5bi – 24/25 annual leave entitlement</b>  <b>Agenda item 8b – 24/25 budget</b>  <b>Agenda item 9 – Remuneration policy</b></p>		
4	<b>Update on ABC Charity Registration (verbal)</b>	IC advised the ABC charity registration is complete, finalising signatures for the trustee declaration, then the application will be submitted to the Charity Commission.		
5	<p><b>Sub Committee Minutes &amp; recommendations</b></p> <p>a) Nominations &amp; Governance Committee minutes (attached)</p> <p>b) Nominations &amp; Governance report (to follow)</p> <p>c) Audit, Risk &amp; Compliance Committee minutes (attached)</p> <p>I. Remuneration Policy</p>	<p>JPg summarised the ARC Committee meeting, the key points including:</p> <p>importance of regular analysis of the risk register the new accountants are a significant improvement.</p> <p>The following policies were</p>	<p><b>1. Small amends to Health &amp; Safety Policy</b></p> <p><b>2. Amends to Reserve policy to reflect when it becomes effective and give clarification</b></p>	<p><b>AH/HMT</b> - <b>22.07.24</b></p>

	<p>II. Health &amp; Safety Policy</p> <p>III. Reserved Policy</p> <p>Strategic Investment Committee minutes (attached)</p>	<p>tabled for approval:</p> <p>Health &amp; safety Remuneration Reserves Policy (subject to clarification on the definition of the executives)</p> <p><b>The board approved the policies.</b></p> <p>JP provided an overview of the SI Committee:</p> <p>Presentation of the behaviour change framework Water safety programme Place based expansion development grant that ABC Ltd are leading on behalf of local partners.</p> <p>AT asked if the SI committee is a static committee. JP responded there are always one or two members from each local authority.</p> <p>RM provided an overview of the N&amp;G Committee and referenced the report that had been shared as an additional item post the committee meeting on the 17<sup>th</sup> of July 2024.</p>	<p><b>on wording 'executives.'</b></p>	
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		<p>RM referred to the recent appraisals and advised the committee will review the paperwork at a future meeting.</p> <p>The report summarised the key considerations relating to skills matrix, board succession and business planning all within the context of the Gode for Sports Governance.</p> <p>RM highlighted the current succession plan carries the term end dates for the Chair &amp; Vice Chair respectively: a) Rich Medcalf, 2nd term end date 30/08/2024 b) Amanda Tomlinson, 3rd term end date 31/03/2025.</p> <p>The provisions in the articles of association that permit an extension of 12 months for the chair position to support succession planning. RM confirmed AT was willing to extend for a 12-month extension at the end of the current term. RM also</p>		
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		<p>confirmed he was happy to continue for a 3<sup>rd</sup> term.</p> <p>RM confirmed Guy Shears resignation with immediate effect, and formally acknowledged thanks for his work.</p> <p>RM summarised the discussion of the N&amp;G Committee regarding further recruitment and advised ABC would seek to recruit for additional board directors immediately with a focus on finance and a senior executive, non-executive director background preferably with experience of the charitable/not for profit sectors.</p> <p>The board approved the below recommendations:</p> <p><b>RM for a 3<sup>rd</sup> term as Vice Chair &amp; Senior Independent Director. Request Sport England approval for the Chair to hold office for a further year.</b></p>		
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6	<b>ABC Ltd CEO Report</b> (attached)	<p>IC introduced the CEO report highlighting the changes to Members of Parliament (MP) across Black Country constituencies, confirming that all the new MPs had been written to and ABC would be seeking increased engagement over the coming months.</p> <p>IC provided an overview of the Place Based Expansion and progress with the development grant. ABC Ltd are the accountable body for the grant on behalf of local partners and anticipate the outcome to be confirmed at some point in August.</p> <p>LH highlighted the capacity that is being sought through the development grant to support the work across Transport, Health &amp; Housing and referred to the potential positive effects it will have on influencing those agendas.</p>		

		<p>IC advised of further progress with the West Midland Combined Authority, that board members were updated on at the April meeting. The focus of this on the further development of the digital wayfinding platform 'Black Country Moving'.</p> <p>AT asked if both individuals and groups can access it, and IC confirmed both have access.</p>		
7	<p><b>Director of Partnerships Report</b> (attached)</p>	<p>LH introduced the report &amp; provided an overview of the areas of work across the 'Creating an Active Black Country' strategy.</p> <p>LH confirmed that the learning needs analysis is now being acted upon, and contract management training and safeguarding is underway. LH confirmed the next part is around equality and diversity inclusion.</p> <p>LH advised the launch of the Black Country Canal strategy, that ABC has led on, is now</p>		

		<p>being pushed back to September.</p> <p>LH confirmed Water Safety will be launched in September.</p>		
8	<p><b>ABC Communication Strategy</b> (attached)</p>	<p>MB provided a detailed overview of the communication strategy and the development of the implementation plan.</p> <p>Board members noted progress and would receive progress updates at future meetings.</p> <p>SW queried on photo consents &amp; Healthy &amp; Safety</p> <p>SC asked if there is any process for checking any board member content to be uploaded to board members social media content. IC advised all content can be shared with Mark to ensure in line with messaging.</p>		
9	<p><b>ABC Finance &amp; Risk Report</b></p> <p>a) <b>ABC Ltd Finance Report</b> (attached)</p> <p>b) <b>Draft Annual Statement</b> (attached)</p> <p><b>Risk</b> (<a href="#">Microsoft Power BI</a>)</p>	<p>IC presented the dashboard and advised this is available to everyone via the link. IC advised the organisational reporting across governance, finance and HR</p>	<p><b>Management accounts to be brought to September ARC for approval.</b></p>	<p><b>AH – 29.07.24</b></p>

		<p>would be completed via this link in the future that board members all have access to.</p> <p>SL provided a detailed overview of the draft annual accounts.</p> <p>IC said that the directors statement needs to go into accounts, before they can be approved.</p> <p>HMT provided a detailed overview of the management accounts.</p>		
10	<b>AOB</b>	SW asked about the DBS checks, and IC replied it is still in process.	<b>1. Include DBS checks onto next ARC agenda.</b>	