

**ABC Independent Board Meeting Minutes  
Held on 6<sup>th</sup> September 2022 15:30-1700  
Via MS Teams**

<b>Attendees:</b>
<p>Present:</p> <p>Amanda Tomlinson (AT) Chair  Carol Bate (CB)  Guy Shears (GS)  Sue Wilkinson (SW)  Justyn Price (JP)  Richard Medcalf (RM)</p> <p>In attendance :</p> <p>Ian Carey (IC)</p>
<b>Apologies:</b>
<p>Farah Ahmed (FA)  Kim Babb (KB)</p>
<b>Declaration of Interest</b>
<p>None declared</p>
<b>Minutes of the meeting</b>
<ul style="list-style-type: none"> <li>• AT informed that Rachel Conlisk has resigned from ABC Board due to family and work commitments. All Board members gave special thanks to Rachel and appreciated her support and contribution towards ABC.</li> <li>• The report from Whorton Consulting was circulated and presented to board members for discussion purposes.</li> <li>• AT reported next LEP Transition group meeting is on 12 September 2022 and relevant updates provided to ABC Board meeting on 21 September 2022.</li> <li>• AT and IC are meeting Sarah Middleton (SM) on Thursday 6<sup>th</sup> September to discuss the ABC options appraisal in detail and how the future engagement with ABCA is sequenced.</li> <li>• IC further updated SM is leading the conversations with the 4 Local Authorities who are guarantee members with full voting rights over Black Country Consortium Limited. IC had shared the governance report presented to the ABC Board on 10<sup>th</sup> August with SM.</li> <li>• It was noted there maybe appetite from individual Local Authorities to host ABC in future arrangements. The options appraisal is being completed through the lens of governance compliance, strategic integration and commercial viability. The governance compliance is a significant determinant alongside the ability to maximise investment into the Black Country to support strategic objectives of the Board, local partners and meet local need.</li> <li>• With regards to Local Authorities' interest to host ABC Partnership in future, CB queried if they have understanding/considering Sport England governance requirements too along with resource allocation.</li> </ul>

- AT noted that maintenance of positive ongoing working relationships with Local Authority partners is very important.
- IC updated the members on conversations with Sport England. He briefed there are two supporting documents for every Active Partnership in a 'hosted' arrangement - 1. system partner agreement 2. Host agency agreement. Funding award for ABC covers the period 2022-2026. The agency agreement sets out the clauses and the process upon termination of the hosting arrangement and procedurally what happens with the exit.
- IC explained the clause is set out and the provisions are made in both the system partner agreement and the agency agreement protect the interests of ABC and Sport England - making the process to be followed clear to the host. IC highlighted concerns were raised with Sport England that our funding agreement runs till 2026 and there is a query regarding the host agency agreement. We are still awaiting response from Sport England. Action: IC to chase Sport England this week.
- IC shared and discussed the preliminary report with the members. IC highlighted different options compared to the current host and the differences between the two models and structure.
- IC emphasised that it is important consideration that Active Partnerships are funded through Sport England to fulfil a function where certainly, the Sport England investment gives an ability to business plan, but it also gives a mandate to operate.
- Members expressed their views and agreed that CLG and the registered charity appears to give more flexibility going forward.
- SW queried if Ian or Amanda has spoken to directors of other partnership Hereford and Worcester that have gone through the CLG and are RC, what were the challenges they found. Ian stated he has spoken to Mike, Vickie, Jo and Jade and Mike – concluding the company limited by guarantee and registered charity met their needs to a far greater degree than the CIO option did, for all the reasons outlined in the paper.
- With regards to GS questions for financial auditing or wider auditing, IC explained there is a requirement for financial audit and the governance audit. The governance audit is internal every year and external every four years regardless of hosted independent alongside the financial audit.
- SW advised to have the historical data from the host in terms of auditing going forwards to help in bidding in the future as a new company.
- AT updated members that a complete report will be presented in next board meeting on the 21<sup>st</sup> of September 2022 for an in-principle decision over preferred option. The agenda would include a report from Kraft who is working on TUPE and pension implications.
- Board members offered Ian their support and expertise if needed.
- IC updated that the governance subgroup meeting is arranged to discuss the report from Kraft HR.
- GS appreciated and thanked the working group for the on-going work and efforts.

<b>AOB</b>
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AT reminded members that next meeting is at BCHG office and there is a car park at the back of the building.
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<b>Date of Next Meeting</b>
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The next meeting is on 21 September 2022.
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