

Active Black Country

Board Meeting
 Wednesday 12 October 2022 15:00-17:00pm
 Via MS Teams

Present: Amanda Tomlinson (Chair) (AT), Richard Metcalf (RM), Farah Ahmed (FA), Justyn Price (JP), Sue Wilkinson (SW), Kim Babb (KB), Carol Bate (CB)

Apologies: Sureya Gulzar (SG), Guy Shears (GS)

Attendance: Ian Carey (IC – BCC Ltd) Simon Le Fevre (Wharton Consulting SLF), Darren Kehoe (Kraft HR - DK)

NO.	SUBJECT & NOTES	ACTION	WHO
1	WELCOME & APOLOGIES Welcome from Chair, and apologies noted as above.		
2	DECLARATION OF INTERESTS None declared		
3	APPROVAL OF ABC BOARD MINUTES The minutes of the meeting held on the 21 st of September 2022 were submitted and approved as accurate record.		
4	MATTERS ARISING <ul style="list-style-type: none"> • LGA information has been communicated to Cllr Suzanne Hartwell by IC as discussed in last meeting. • Arranging meeting with Mike and Sureya for conversations with regards to duplication of work at Walsall. IC to check with Mike and update. 		IC
5	ABC Board Development – Independent Board Members Circulation <u>Terms of office:</u> Voting was held for second term of office for two members of the Board. Outcome - AT ratified as chair of the board and GS as an independent member of the board for a second term of office.		
5	ABC Options Appraisal - Independent Board Members Circulation		

	<p>IC summarised the options appraisal report by highlighting the following key points:</p> <ul style="list-style-type: none"> • The in-principle decision was communicated to BCC Ltd CEO by IC following the September ABC Board meeting. • IC briefed how the engagement with ABCA is being taken forward and managed pragmatically while maintaining positive relationships. • AT has formally written to Tim Johnson (CEO City of Wolverhampton Council) to inform Wolverhampton Council of the ABC Board’s preferred option for an independent model. • AT updated a following meeting is scheduled for 17th Oct with Wolverhampton Council. Board will be updated on the meeting outcomes. • BCC has confirmed request has been passed to Pensions fund and a meeting is set up for ABC and Pensions fund. DK emphasized on the timeline for the requested information. IC has mentioned BCC in the communications that time is of the essence. • RM sought clarification on the 9 staff members potentially exiting the LGPS whereas LGPS Actuary request for cessation debt liability is made for ABC withdrawing 11 of its staff members. IC explained 9 members are contributing with the other 2 on ftc. • IC stated we are seeking clarification that TUPE would not apply to BCC Ltd staff that currently provide SLA provisions to ABC. Further information needs to be provided as we progress to the process. • AT shared with board that AT and RM met with core ABC staff members on 28/09/2022 to inform them of the in-principle decision and provide appropriate reassurance that further communications will follow once in a position to do so. • DK considering Knights pension expert perspective confirmed ‘Best Value Direction 2007’ will not apply to the transferring staff of ABC. DK further added an alternative pension provision would have to be provided. DK to submit a pension proposal for further discussion with the Board. • IC summarised Sport England outstanding queries. With reference to system partner award, SE has now clarified there isn't any explicit reference to Black Country consortium as the agent. SE will rectify this in a cover letter. • IC and AT met with the Head of Active Partnership for Sport England, where the criteria developed by the ABC Board, key considerations relating to the future viability of BCC Ltd and the transition process were discussed. ABC to provide SE with further details to terminate existing BCC contracts and novate to new independent entity. AT gave feedback that it was very positive and helpful meeting. • A draft transition critical path document had been circulated to independent board members. IC to work further on it along working group to draft detailed transition action plan and milestones. • KB raised concerns if additional support and resourcing is provided to IC and AT for the additional work they have been 	<p>To follow up on expected timeline for LGPS information</p> <p>Presenting pension proposal</p> <p>Detailed draft for critical path to be presented in next board meeting</p>	<p>IC</p> <p>DK</p> <p>IC</p>
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	<p>doing. IC stated this concern has been raised by AT on several occasions and we are looking into additional capacity and resourcing, and commissioning of support.</p> <ul style="list-style-type: none"> AT queried if electronic resolutions for approval are included within the assurance framework. IC explained it was inserted at the start of COVID stating where physical meetings of the board cannot take place for any reason, Board meetings may be conducted electronically, or e-meeting decisions will be binding provided the e-meetings meets the normal requirements for quorum to ensure business continuity. <p><u>Governance structure:</u></p> <ul style="list-style-type: none"> The proposed draft governance structure for an independent entity was shared with members. The ABC Board and formal committee sub structures are designed to manage the business of the independent entity. IC referenced several other forums which has ABC board member involvement but are not detailed in the structure with delegated authority. IC mentioned and appreciated great work done by Sue on Aquatics legacy. RM directed attention to points 11 and 12 on paper to be clarified as referring specifically to the Active Black Country Board- the future independent entity and its full board. He further added 11 and 12, suggests an officer nomination for the board and an ICS board representative. RM suggested to link up the wording of the two statements. <ol style="list-style-type: none"> ABC Board agreed to ratify the in-principle decision for the preferred option of establishing an independent Company Limited by Guarantee for the Black Country Active Partnership. Board members approved the proposed governance structure. Board ratified the name of company as Active Black Country Limited. Board agreed to delegate authority to governance working group for; <ol style="list-style-type: none"> Purchase of the company and domain name. Instigate the company registration process. Commission stage 2 of governance and HR support. Commission stage 2 of Governance/HR support to be continued to progress to next stage. <p>Board thanked the efforts and contributions of Simon and Darren and joining board meeting for advice.</p>	Amendments in wording on points 11 and 12	RM/IC
9	AOB		
	Monthly board meetings to be scheduled until March 2023. Board agreed to have virtual meetings for everyone's convenience.	Board meeting invites to be sent out	SS
10	Next Meeting		

	Next meeting to be held virtually in November. Date TBC.		
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*****Meeting concluded at 16:30*****

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