

Active Black Country

Board Meeting
 Wednesday 21 September 2022 11am-13:00pm
 Black Country Housing Group

Present: Amanda Tomlinson (Chair) (AT), Richard Metcalf (RM), Farah Ahmed (FA), Guy Shears (GS), Justyn Price (JP), Sue Wilkinson (SW), Sureya Gulzar (SG), John Delany (JD), Suzanne Hartwell (SH)

Apologies: Kim Babb (KB), Carol Bate (CB)

Attendance: Ian Carey (IC), Simon Le Fevre (Wharton Consulting) (SLF), Darren Kehoe (DK), Michael Salmon (MS)

NO.	SUBJECT & NOTES	ACTION	WHO
1	WELCOME & APOLOGIES Welcome from Chair, and apologies noted as above.		
2	DECLARATION OF INTERESTS AT declared she is elected Board member and Director of Black Country consortium Ltd. JD declared Wolverhampton Council interest in hosting Active Black country Partnership.		
3	APPROVAL OF ABC BOARD MINUTES The minutes were approved with the below amends pending 1. 22 June 2022-Approved 2. 10 August 2022- To add JP as present at meeting 3. 6 September 2022- To amend presence of RM into attendance	To amend minutes	SS
4	ABC Board Development – Independent Board Members Circulation <u>Board Members Appraisals:</u> AT updated majority of board members appraisals have been conducted recently with positive outcomes as ABC Board members bring wealth of skills and experience with them to ABC partnership. Collective objectives of the board are to provide strong leadership during Active Black Country's journey to a new entity. Ambassadorial role is very important to all board members as everyone voluntarily wants to contribute towards promoting Active Black Country. AT emphasised the importance of the implementation of ABC's Inclusion and Diversity Action Plan.		

	<p>Board nominated FA for diversity champion role in accordance with EDI Action Plan.</p> <p>Ash Rai and Rachel Conlisk resigned due to other commitments and priorities.</p> <p><u>Governance Sub Structure:</u></p> <p>IC outlined the working groups, forums and supporting structures in place now would need reconciliation and future governance arrangements.</p> <p>Revision of governance sub structure to be developed and presented in October board meeting.</p> <p><u>Reserves Policy:</u></p> <p>Amended reserves policy was circulated and presented to board members for approval.</p> <p>ABC Board approved reserves policy.</p>	<p>Revision of Governance sub structure in October Board meeting</p>	<p>IC</p>
5	<p>Governance Options Appraisal - Independent Board Members Circulation</p>		
	<p>IC delivered a presentation explaining ABC Board development, options appraisal scope, partnership vision and ABC criteria to support the options appraisal.</p> <p>AT emphasised on the importance of assessing and understanding the criteria for decision making process.</p> <p>SH raised concerns if any training sessions about Active Black Country are available/delivered for her to undertake. IC suggested LGA training is very useful. IC and AT to have catch up with SH offering her support she requires as cabinet member.</p> <p>Discussion was held around weighting criteria and not as order of priority. Board agreed to sharpen criterion to Black Country wide collectively.</p> <p>With regards to LA engagement, JD stated Wolverhampton Council want to contribute to ensure ABC is as stable as possible. He further added that an offer of hosting as temporarily solution to take any pressure off the newly formed org and providing stability to get the model right.</p> <p>FA sought clarity on BCC 6 months termination service and what would be benefits in terms of temporarily solution. IC explained agency agreement sets out the clauses and the process upon termination of the hosting arrangement and procedurally what happens with the exit. It says the agent who provide support services can continue to do so for another 6 months. IC further proposed to arrange discussion outside the meeting to look at detailed work done by SLF and DK.</p>	<p>To find date and details of next LGA course to book for SH</p> <p>Discussion with SLF and DK in terms of future for BCC</p>	<p>IC</p>

<p>It is proposed to request Local Authorities to submit their proposal for the board to actively consider based on 3 documents to LA as board requirement:</p> <ol style="list-style-type: none"> 1.Criteria Black Country wide collective ambition, 2.Code of Governance 3.Delegations framework <p>Discussions were held with consultants on aspects of the reports highlighting following key points:</p> <p>SLF observed if the temporary arrangements were pursued this would mean the ABC partnership would need to go through two transition processes- firstly legal temporary entity the local authority and then from LA authority to final independent organisation.</p> <p>SLF emphasised on the importance of an updated agency agreement as each agreement rolls forward all key provisions from earlier one. Still outstanding from Sport England is clarification regarding current system partner award and supporting agency agreement. This was discussed at the previous Board meeting and focuses on the current reference to parties in the award and length of term in the agency agreement.</p> <p>AT highlighted it is vital to maintain good future relationship at constitutional level with the 4 Local Authorities when choosing to be an independent option.</p> <p>Following the discussion on ultimate decision making SLF suggested to consider tighter options that tie them into an independent board with majority independent board members. The key element is to remind nominated council member their statutory duty to this company and board when they are around this board table, not the LA that nominated them.</p> <p>SW queried if the 6 months transition from the existing host is compulsory or can be opted out ant any point. SLF elucidated notification period is indicated at 3 months but could be longer. Transition is always open to negotiation element.</p> <p>DK outlined scope of TUPE with applicability to ABC core staff and non-core staff. All funding for SLAs is designed to provide a service and the payment does not relate to a BCC Ltd employee or part funding for an employee. Therefore, TUPE may not apply to Non-ABC BCC Ltd staff.</p> <p>ABC board agreed an in principle decision that ABC should become an independent incorporated entity.</p> <p>Board endorsed structure of independent entity to be a Company Limited by Guarantee (CLG), and a Registered Charity (RC).</p> <p>SLF advised the governance working group would be discussing potential board and committee structure outlining future working relationships as key piece of work.</p>	<p>IC to liaise with BCC Ltd to invite submission of formal proposal/ supporting summary reports from Local Authority partners.</p> <p>IC to chase Sport England.</p>	<p>IC</p>
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	<p>RM suggested having conversations with ABC staff to update them on the in principle decision. AT confirmed meeting is scheduled next Wednesday 28th September for IC and AT to update and consult ABC staff providing them assurance.</p> <p>Board agreed on the next steps outlined in the report with the addition of future entity and the completion of the necessary further due diligence.</p>		
6	Creating an Active Black Country Update		
	<p>Creating an Active Black Country video link was shared with members for information.</p> <p>IC updated board has developed and created an Active Black Country strategy in partnership with local stakeholders and communities' partners.</p> <p>It was noted strategy launch is on 12th October 2022 via social media channels and virtually.</p> <p>IC explained the sentiment and spirit sought to develop the strategy was place based strategy for the Black Country recognising the 4 Local Authorities priorities and engaging communities' partners.</p>		
7	Strategic Theme Updates		
	<p>Strategic theme reports shared with board members for information.</p> <p>IC appreciated the work and efforts by team for completing the reports.</p>		IC/SG
8	Performance Management		
	<p>Safeguarding Report and Dashboard shared with board members for information.</p> <p>ABC Board 22/23 Finance Report circulated to board members for information. IC provided overview of the financial Report highlighting CYP income £148,519 surplus generated post covid as result of programme funding which restricted usage and satellite clubs. Sport England devolved responsibility to Active Black Country for use of those funds.</p>		
9	AOB		
	None		
10	Next Meeting		
	Next meeting to be held virtually in October. Date TBC.		

****Meeting concluded at 13:30****

DRAFT