

Active Black Country

Board Meeting
 Tuesday 17 January 2023 11am-1:00pm
 Via MS Teams

Present: Amanda Tomlinson (Chair) (AT), Richard Metcalf (RM), Farah Ahmed (FA), Justyn Price (JP), Sue Wilkinson (SW), Carol Bate (CB), Guy Shears (GS), Sureya Gulzar (SG)

In attendance: Simon Le Fevre - Wharton Consulting (SLF), Darren Kehoe - Kraft HR (DK), Ian Carey – Active Black Country/BCC Ltd (IC)

Apologies: Kim Babb

NO.	SUBJECT & NOTES	ACTION	WHO
1 WELCOME & APOLOGIES			
Welcome from Chair, and apologies noted as above.			
2 DECLARATION OF INTERESTS			
	AT declared her continuation of membership of LEP Board and Director of Black Country Consortium.		
3 APPROVAL OF ABC BOARD MINUTES			
	The minutes of the meeting held on 07 December 2022 were submitted and approved with the following changes in section 6: At November ABC Board meeting, the Board endorsed 3 Board Members; Amanda Tomlinson, Richard Medcalf, Carol Bate, to become the founding Members and Company Directors of Active Black Country Ltd.	To amend minutes	SS
4 ABC TRANSITION UPDATE			
	<p>Transition report circulated to members. IC provided the transition updates by highlighting the following key points:</p> <ul style="list-style-type: none"> • Active Black Country Limited is registered with Companies House by Knights Plc on the 13th of December 2022, as a private Company Limited by Guarantee and without a share capital. • IC had met with David Barker, Head of Sport England Governance to discuss the governance assessment for ABC Ltd. An initial assessment will be undertaken by Sport England to support the novation of existing grant funding awards and future awards to ABC Ltd directly. • SLF & IC presented draft terms of reference outlining the purpose, scope and responsibilities for the Board and respective committees as part of the governance structure previously presented to the ABC Independent Board & ABC Ltd Directors. • RM sought clarification on board tenure whether members would be inheriting the current tenures or starting as fresh 		

	<p>if they transfer across to new organization. SLF explained when a tier 3 organisation transitions to a different entity, Sports Councils count existing terms served and therefore will include terms served on the ABC Partnership Board</p> <ul style="list-style-type: none"> • SG queried if there is requirement to publicise annual reports and financial statements. SLF clarified the Charity Commission requires charities to publicise annual report and financial statements on their website with additional information to tell public how they are managing public benefit and achieving your objects within the community. • Board agreed to endorse Terms of reference. • Board agreed to endorse Matters Reserved for the Board and Delegations framework. • Board agreed to endorse the Senior Independent Director (SID) position also holding the position of Vice Chair of ABC Ltd and the membership of the nominated representative. • IC updated BCC Ltd has proposed to extend existing IT provider for ABC Ltd. Mike Salmon is preparing an options appraisal comparing majestic contracts with alternatives to be presented to ABC Ltd Directors. • IC referenced the decision taken electronically by ABC Independent Board members to extend the lease for the existing office accommodation at Dudley Court South until 31.03.23. • IC advised of the progress with identification of Banking provider. • Board agreed to endorse the ABC Ltd Directors to approve the Banking Facilities for ABC Ltd, continue negotiations over the lease agreement for future office accommodation and enter into agreements over support services for ABC Ltd. • DK drafted a letter to BCC Ltd to request Employee Liability Information and agree the consultation approach. BCC Ltd agreed to the timeline for the provision of the employee liability and other relevant information requested. The consultation exercise is due to start on 25th January 2023. There will be a group consultation on 01/02/2023. Final consultation meeting will be held on 15/02/2023. • DK is drafting employee handbook, contracts of employment and data protection policies and handbooks on behalf of ABC Ltd that would be presented to Independent Board members for endorsement. • Dk advised staff will be offered life insurance policy called Active Partnerships group Life Assurance scheme. • IC updated AT and IC will address the Local Authority engagement through a round of meetings with Local Authority CEO over the coming weeks, in addition to further communications to key local stakeholders and 	<p>IT options appraisals to be presented to ABC Ltd Directors.</p>	<p>MS/IC</p>
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	<p>partners.</p> <ul style="list-style-type: none"> • AT to arrange a meeting with all board members to discuss representation on committee structures and champion roles. 	Committee representation & champion roles	AT
7	AOB		
	<ul style="list-style-type: none"> • CB proposed to keep a celebration event for the launch of the new company to socialise and celebrate. • SS to set up 2023 ABC Board meeting dates. 		
	Next Meeting		
	14 February via MS Teams 11am to 1pm		

****Meeting concluded at 1pm****
