

**ACTIVE BLACK COUNTRY LIMITED**  
**- a company limited by guarantee and without a share capital -**  
**Company Number 14537800**

**Board of Directors Meeting**  
held by video call at 10:00am on Friday 12<sup>th</sup> of May 2023

**Minutes**

**Directors present:** Amanda Tomlinson (AT) in the chair  
Carol Bate (CB)  
Richard Medcalf (RM)

**In attendance:** Ian Carey (IC) ABC Ltd Chief Executive Officer Designate

**1. Introduction**

a) Quorum & Apologies for Absence

AT noted that there were no apologies, and that the meeting was quorate.

b) Declarations of Interests

There were no declarations of interest pertinent to the meeting.

**2. Minutes of Board Meetings dated 27<sup>th</sup> April 2023**

a) Review and Approval of Minutes

The Directors approved the Minutes of the Board Meeting of Active Black Country Limited (ABC Ltd) held on 27<sup>th</sup> April 2023.

**3. Governance & Compliance Updates**

a) Directors Resolution to appoint additional Directors & Members

The founding Members & Directors of Active Black Country passed the below resolutions:

- to appoint additional Directors under Article 17.1.b of the 2006 Companies Act Model Articles, as they currently apply to ABC Ltd; and to
- proposed and seconded Directors' Resolution to appoint the additional Directors as Company Members, under Articles 20.1 and 20.2 of the current 13<sup>th</sup> December 2022 ABC Ltd Articles.

The additional Directors and Members include:

Guy Shears  
Sue Wilkinson  
Farah Ahmed  
Sureya Gulzar  
Justyn Price

#### **4. Any Other Business**

IC updated the recruitment of an ABC Ltd Business Manager to support the increasing corporate governance and operational oversight work of IC, as the ABC Ltd Chief Executive Officer Designate, was becoming a priority.

AT queried the future use of consultancy support specifically of Kraft HR & Wharton Consulting. IC advised they would support future consultation regarding ABC Executive structure and registration with Charity Commission, respectively.

It was noted the governance subcommittee schedule will be tabled at the ABC Board Meeting on Wednesday 17<sup>th</sup> May 2023. The initial meeting of the Nominations & Governance Committee would take place in June 2023, to discuss values, culture, whole organisation away day planning, and immediate recruitment and selection of additional Directors.

**END**