



## Minutes of the Active Humber Company Board Meeting

Date: 21st September 2018  
Location: Unit 2, Health Annex, Diadem Grove, Hull, HU9 4AL  
Time: 09.00 am - 12.00noon

### Present Trustee's/Directors

Richard Smith (RS)	Chair/ Trustee
Nicholas Tupper (NT)	Trustee
Jane Stafford (JS)	Trustee
Natalie Murphy (NM)	Trustee
Chris Adams (CA)	Trustee

### Apologies

Larissa Friese-Greene (LFG)	Trustee
Stephen Pintus (SP)	Trustee
Claire Pickthall (CP)	Trustee
Stephen Edmund (SE)	Trustee
Gary Sainty (GS)	Deputy CEO
Wendy Campbell (WC)	Sport England

### Observer

Adrian Ledbury (AL)	CSPN
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### Supporting Officers

David Gent (DG)	C.E.O
Nicola Massingham (NM)	Area Development Manager
Kerry Conner (KC)	Finance and Office Manager
Richard Hall (RH)	Head of Marketing
Sean Maloney (SM)	360 Accountants / Auditors
Melissa Craft (MC)	360 Accountants / Auditors

**1. Welcome, Introductions and Apologies**

The Chair welcomed everyone to the meeting. Adrian Ledbury from CSPN was welcomed to the meeting as an observer.

Apologies were received and noted as above.

**2. Declarations on Interest (D.O.I)**

No additional D.O.I were disclosed.

**3. Company Board Minutes held on 8th June 2018**

The minutes from the meeting held on the [8th June 2018](#) were agreed as a true and accurate record of the meeting held.

**4. Matters Arising and Action Log**

All matters arising were covered within the agenda.

The [action log](#) was noted and received. All actions are complete.

**5. Finance and Audit Matters**

The following papers were presented at the Board by KC for decision. [Finance and Audit Matters Paper.](#)

From the Finance and Audit Matters paper, the following items were discussed:

[Year End Annual Report and Statutory Accounts 2018](#)

Following the audit, Sean Maloney (SM) from 360 Accountants presented the Year End Annual Report and Statutory Accounts for 2018. SM reported that after conducting the audit, an improvement in policies and procedures was evident from the previous year and he assured the board of the robust systems in place. No concerns arose from the audit.

SM reported that although it was an exceptional year due to the split of the Company for Active Humber and the financial resources assigned to this, the overall year end position was better than anticipated.

The overall reserves position as at the 31st March 2018 is £164,588, this is a much stronger position than anticipated and supports the reserves policy for the 3 months operating cost.

The Chair congratulated DG and his team for the efforts on this piece of work.

#### [Minutes from the FAC Meeting August 2018](#)

Although a formal meeting was not held, all of the papers were shared with both Steven Edmund as Chair and Claire Pickthall for comment. Following the comments, DG, GS and KC met to review and action the comments. Notes from the meeting held are as above. All comments for action have been completed.

#### [Management Accounts Q1 2018](#) and [Budget Variance](#)

KC presented the Management Accounts; April - June 2018. The Board were asked to note the figures presented were Q1 figures and not YTD, upon the recommendation of the FAC. At the FAC it was agreed for the Board would receive quarterly management accounts and the FAC would review both quarterly management accounts and YTD management accounts. KC reported no concerns for Q1, there are no overspend issues to report merely timing issues.

#### [Funding Overview](#)

Sport England funding due is now received and up to date. We can draw down payment 2 for the Primary Role, Coaching and Satellite Clubs after the 30th September. The remaining funding is all for the academic period and will be drawn down in due course.

#### **Administration Target**

Each County Sport Partnership (CSP) must report their administration target to Sport England each year. For independent CSP's they must be between 6% and 8%.

The Board supports the Administration Target formula.

#### [Annual Budget 2018](#)

No revisions are required for the Annual Budget 2018.

#### [Risk Register](#)

The Risk Register was reviewed and updated as part of the FAC.

#### [Operational Risk Register](#)

The Operational Risk Register was developed and agreed as part of the FAC.

#### **Resolutions:**

The following recommendations were unanimously agreed:

- The Board received the Finance and Audit Committee notes
- The Board approved the Q1 Management Accounts
- The Board noted the current cash position
- The Board noted the current funding overview
- The Board received and agreed the calculation for the Administration Target reported to Sport England
- The Board noted there are no current revisions required to the Annual Budget
- The Board agreed and received the Risk Register and the Operational Risk Register

#### **6. Governance and Standards Committee**

The following papers were presented to the Board by DG for decision.

##### **1. [GSC Minutes 23rd August 2018](#)**

The GSC meeting was held on the 23rd August 2018, minutes of the meeting were shared and noted above.

## 2. [HR Policies](#)

The revision of the HR policies have now been completed with the support of an independent HR Consultant, Jo Heyworth. The GSC reviewed all of the policies at the GSC meeting and approved all of the HR policies. All of the policies have also been circulated to all staff for consultation.

Three comments were received from staff and were brought to the attention of the Board.

RS asked the present core staff how they felt about the policy revisions and the process. It was reported that they felt they had, had the opportunity to input throughout the process and all items were circulated for consultation.

### **GDPR**

The Board were asked to note the GDPR Breach as detailed in the minutes of the GSC Meeting. The GSC reported that the incident had been dealt with in a comprehensive manner and had been resolved.

## [Governance Matters](#)

**Automatic Disqualification Declaration;** DG reported the current changes around this matter. KC circulated an updated DOI form for completion by all Trustees and Senior Managers. Agreement was made for DG, GS and KC to complete these forms as Senior Managers.

KC as Company Secretary will ensure Companies House and Charities Commission are up to date.

**Board Evaluation;** work has begun with Yorkshire Sport Foundation, North Yorkshire Sport and Active Humber to create a board evaluation process in line with the new Performance Management Improvement Framework (PMIF).

AL reported that Sport England have introduced a new external board evaluation process for all CSP's to undertake every 4 years. CSPN have gone out to tender for this piece of work, the development of a shared approach will complement this process.

### **Resolutions:**

The Board approved the following:

- Approved the GSC minutes.
- Agreed that the CSPU should be invited to a future Board meeting early in 2019.
- The Board noted the revised Human Resources policies and procedures.
- Approved the new Employee Handbook.
- Approved the HR policy control document.
- Approved the Code of Conduct.
- Approved the revised staff contracts of employment.
- The Board noted the timescale for the update of all the Job and Role descriptors.
- Agreed the setting of the existing 3 Trustee days to the period between Christmas and New Year each year.
- Approved the time off in lieu arrangements.
- Agreed the Pay policy.
- The Board noted the ongoing progress on the Board evaluation process.
- The Board noted the action to be taken to be compliant with the rule changes on 'Automatic disqualification' rules changes for trustees and senior managers of charities' and changes to the listing of charity details.

### **Sport England and CSPN**

7.

DG presented the following paper to the Board; [CSPN and Sport England](#) for information, the Board discussed matters within the paper.

### **PMIF**

AL gave an overview of the new Performance Management Improvement Framework (PMIF) that has been introduced across all CSP's as the new performance management framework. An overview of the process and tips to support this process was outlined and discussed by the Board. Active Humber has the date for the assessment 23rd / 24th October 2018.

### **Funding**

DG reported that we now have email confirmation that we have the funding confirmed until 2021, the official Award Letter is due imminently.

### Resolutions

- The Board noted the positive and ongoing relationship between Active Humber with Sport England and the CSPN.
- The Board noted the confirmation of the core funding from Sport England for the 1st April 2019 until 31st March 2021.
- The Board noted the introduction of the Sport England Performance and Improvement Framework (PMIF) and for officers to ensure the relevant timescales are met to ensure Active Humber complies with the PMIF.
- The Board noted the update from the Yorkshire CSPs Chairs and CEO meeting.

### 8. Offers

NM presented a [paper on 'Offers'](#) for Active Humber and have an overview of the following 'Offers'

- [Children and Young People](#)
- [Insight Driven Organisation](#)
- [Older People](#)
- [Voluntary and Community Sector](#)

Discussions were held around all four offers and how we develop these further. Three key areas for consideration were agreed:

1. How we develop these further using local Insight.
2. How we influence other organisations.
3. How we measure specific outcomes.

### Resolution

The Board approved the following:

- The Board approved the papers of the approach to be taken in the areas of Insight, Children and Young People, Older People, and the Voluntary Community Sector and be updated in due course.
- The Board noted that similar papers on Local Authorities, Health, Disability and Lower Socio Economic groups will be presented at the next two board meetings.

## 9. CEO Report

DG presented the following paper for decision [CEO report](#). The board discussed all matters within the report.

### Promote

RH gave a presentation on marketing and promotion for Active Humber along with the [Online Communications Plan](#).

The Board were asked to note the next Active Humber Annual Conference date; **19th October 2018** at Forest Pines, Brigg, Ermine St, Broughton, Brigg DN20 0AQ.

### Board Appointments

The Board were asked to formally note the following appointments:

Mr Richard Smith; resigned 30th September 2017

Mr Richard Smith; appointed 1st October 2017 for a term of 3 years

Mr Stephen Pintus; resigned 30th September 2017

Mr Stephen Pintus; appointed 1st October 2017 for a term of 3 years.

RH presented the [Communications Plan](#) for approval by the Board.

### Active Lincolnshire

The Chair updated the Board on the current position with Active Lincolnshire. The support provided by DG is 11 hours per week as CEO for Active Lincolnshire. This an interim agreement which can cease at a weeks notice from either party. The Chair assured the Board he was content with the current position.



### **Resolutions:**

- The Board noted the progress being made to achieve the 2018/19 Objectives.
- The Board agreed for officers to present a revised measurement and reporting approach to the December 2018 board meeting.
- The Board approved the Online Communications Plan.
- The Board noted the proposal about #GetHumberActive and a costed proposal be brought to the next board meeting.
- The Board noted that Richard Smith and Stephen Pintus were appointed to the Board as of the 1st October 2017.
- The Board noted that the CEO is acting as the interim CEO of Active Lincolnshire and the Chair to manage and report on the the process to the Board as necessary.

### **Date of future Meetings:**

- 14th December 2018
- 22nd March
- 21st June
- 20th September

### **Review of Meeting:**

The Chair asked Board Members to remain at the meeting for a review.

