



## Active Humber

### Governance Statement 2021/22

### 1<sup>st</sup> April 2021 to the 31<sup>st</sup> March 2022

This document is a requirement of Sport England that funded partners under Tier 3 of the Code of Sports Governance publish an annual governance statement.

1. *Describe and explain the governance framework of the organisation, including information about the committee structure of the governing board (or equivalent).*

The is can be found at - [Governance Arrangements Active Humber](#)

2. *Disclose any persons or organisations with significant influence over the Board and/or the organisation.*

The Active Humber (AH) board believes there is no person's organisation with significant influence over the board and/or organisation other than Sport England as our main funder.

3. *Use of an accompanying organigram or diagram is encouraged.*

This is covered in point 1 above

4. *Hyperlinks to the governing document, Board and Committee Terms of References and to related documents is encouraged.*

Articles of Association, these are located on the Company Website, governance page - [Active Humber](#)

Terms of reference - Finance and Audit Committee, these are located on the Company Website, governance page - [Active Humber](#)

Terms of reference - Governance and Standards Committee, these are located on the Company Website, governance page - [Active Humber](#)

*Explain the types of decisions taken by the Board and types of decision delegated, or, hyperlink to your Matters Reserved to the Board and Scheme of Delegation document(s).*

Roles and Responsibilities document, this is located on the Company Website, governance page - [Active Humber](#)

5. *Names and Biographies for all Board members, identifying the Board Chairman, Senior Independent Director, Independent | Non-Executive Directors, Chairmen and members of Sub-Committees, Executive Directors and their role titles.*

Name and biographies of board members - [Board of Trustees](#)

Chair - Richard Smith

Senior Independent Director - Chris Adams

All members of the board are independent and Non-Executive Directors

FAC members - Claire Pickthall, Steve Curtis, Richard Skewis.

GSC members - Chris Adams, Jane Stafford.

AIC members - Rebecca D'Arcy, Bibhash Dash

6. *Disclose any significant declarations of conflicts of interest or hyperlink to the Declaration document.*

Declaration of interests - [Register of Interest](#)

7. *Disclose the number of meetings of the Board and of each main sub-committee in the reporting year.*

The Board meets quarterly in March, June, September and December. The AGM is held in September each year.

The FAC and GSC meet quarterly and normally one month before the board meeting.

8. *Use of hyperlinks to summarise minutes is encouraged.*

Copies of the minutes can be found at - [Board Minutes](#)

9. *Name the primary Governance Code that the organisation operates to and explain any deviations from that Code.*

Active Humber operates to Tier 3 of the Code of Sports Governance and achieved full compliance in the review period.

10. *If the primary Governance Code is not the Code for Sports Governance, also explain any deviations from the Code for Sports Governance.*

Not applicable to Active Humber.

11. *In both cases if there are no deviations, this should be stated.*

There are no deviations.

12. *Describe the work of the nomination committee or Board acting in place of a nominations committee, including the process it has used in relation to board appointments;*

The Nominations committee is part of the responsibilities of the Governance and Standards committee.

The process for board appointments can be found on the Company Website, governance page - [Active Humber](#)

at - Board Recruitment and Policy Process

13. *A description of the board's policy on diversity, including gender; any measurable objectives that it has set for implementing the policy, and progress on achieving the objectives.*

This can be found [here](#)

14. *Hyperlinks to more detailed documents such as the Board Diversity Action Plan or Board Recruitment Policies in place of giving detailed explanations is encouraged.*

This can be found [here](#)

15. *An explanation should be given for any Board appointment, including direct nomination by members or appointment to SMT where open competitive, skills-based appointment on merit has not been used.*

This has not happened at Active Humber during the period of this governance statement.

16. *Describe in outline the annual Board and Major Sub-Committee evaluations, who conducted it, the headline positive and negative outcomes and the key actions to be taken as a result.*

The Board appointed the Smile Foundation to undertake the external board evaluation from December 2020 to March 2021. The Board does at the end of each of its meetings with only board members present undertake a review of the meeting, the agenda and papers submitted, etc and the Chair then briefs the CEO on what actions are needed to be taken.

17. *Confirm that the Chairman or state who, if another person or group, has evaluated and given feedback to each individual director, including the Chairman.*

The Chair has undertaken an appraisal of all the board members and this is recorded. The Senior Independent Director has completed the appraisal of the Chair and the meeting recorded.

18. *Hyperlinks to more detailed documents and their use in place of detailed explanations, e.g. Board Evaluation Reports, is encouraged.*

The Chair uses the following document to review the role and contribution of board members in the absence of a formal review structure from Sport England, - Board Roles and Responsibilities this information can be found [here](#).

19. *Report on, or hyperlink to, the Board's or its sub committee's annual review of Risk.* [Risk Register](#)

20. *Report on, or hyperlink to, the Board's or its sub committee's annual review of its Internal Controls frameworks or systems.* [Internal Controls Policy](#) [Roles and responsibilities](#)

21. *Confirm that the Board have carried out a robust assessment of the principal risks facing the organisation. Describe the risks and explain how they are being managed or mitigated.*

The Board at each meeting reviews the Risk Register and the FAC and GSC also at their meetings review the risk register as appropriate. Any changes in the risk register are recorded in the board meetings.

22. *If appropriate, where the Board does not accept the audit committee's recommendation on the appointment, reappointment or removal of an external auditor, a statement from the audit committee explaining the recommendation and the reasons why the board has taken a different position.*

The Board have always taken the recommendation from the Finance and Audit Committee regarding the Auditors.

23. *Where an Independent Audit or Examination takes place, describe the work of the audit committee or of the Board were no Audit committee is used, in discharging its responsibilities, including:*

The finance and audit committee check and challenge the ongoing financial work each quarter. As part of this process the annual independent audit is supported by the Finance and Audit group and a recommendation is taken to the board each year. If required, an action plan is created and owned by the Finance and Audit committee. Policies in place include:

[Internal controls](#)

[Finance Manual](#)

*24. Stating if there were any, or no, significant issues that it considered in relation to the financial statements, and how these issues were addressed;*

No significant issues have arisen that require addressing. If an issue did arise, this would be taken first to the CEO, then the Finance and Audit subcommittee who would take the matter forward to the Board with a recommendation and plan in place if required. Support would be taken from our Accountants throughout.

*25. An explanation of how it has assessed the effectiveness of the external audit process and the approach taken to the appointment or reappointment of the external auditor, including*

- a. the length of tenure of the current audit firm,*
- b. when a tender or selection process was last conducted and*
- c. state when any (or no) tendering/selection process is planned.*

Each year the Finance and Audit Committee do discuss the options of the appointment of the Auditors at length. A full tendering and selection process was undertaken for the annual audit 2020/21. The independent auditor for 2020 - 2021 is Harris, Lacey and Swain.

*26. If the external auditor or examiner provides non-audit/examination services, explain an explanation of how auditor objectivity and independence is safeguarded.*

A full independent audit is carried out each year.

*27. Give a summary of any significant lapse or lapses in data security during the reported year or from previous years if not already disclosed.*

There has been none.

*28. Summarise the induction and ongoing training of board members*

The induction and ongoing system can be found [here](#).

*29. If the organisation is part of a group, affiliated to a network, umbrella group or body, disclose this and explain how, if at all, this impacts on the operating policies of your organisation.*

This does not apply to Active Humber



30. If the organisation has any related party transactions, transactions with group organisations, subsidiaries etc.; these should be disclosed if not already disclosed in the Annual Accounts. There are none that apply to Active Humber.